

CONFIDENTIAL - ATTORNEYS' EYES ONLY
IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

BRAUN, GmbH,

Plaintiff,

-against-

Civil Action No.
03 CV 12428 WGY

RAYOVAC CORPORATION,

Defendant.

TRANSCRIPT OF PROCEEDINGS

HEARING: Deposition of SEAN MARTIN

DATE: June 28, 2005

PLACE: 740 Regent Street, Madison, WI

TIME: 9 a.m.

REPORTER: Kari M. Flaherty, RPR

Court Reporting Offices of
EASTWOOD-STEIN DEPOSITION MANAGEMENT

400 East Wisconsin Avenue
Milwaukee, Wisconsin 53202
(414) 271-0566
(414) 273-7308

EXHIBIT J

CONFIDENTIAL - ATTORNEYS' EYES ONLY

APPEARANCES

ROPES & GRAY by STANLEY D. LIANG,
1251 Avenue of the Americas, New York, New York
10020 appeared on behalf of the Plaintiff.

KIRKLAND & ELLIS by KEVIN UELAND,
200 East Randolph Drive, Chicago, Illinois 60601
appeared on behalf of the Defendant.

TABLE OF CONTENTS

WITNESS	EXAM BY	PAGE NO.
Mr. Martin	Mr. Liang	3
Mr. Ueland		85

EXHIBITS

EXHIBIT NO.	DESCRIPTION	PAGE MARKED
1	notice of deposition	6
2	CO2 instructions	15
3	electric shaver concept test (18-cell)	27

(Exhibits attached hereto.)

EXHIBITS PREVIOUSLY MARKED

EXHIBIT NO.	PAGE REFERENCED
43	33
10	47
11	49
42	55
39	59
41	61
25	63
35	64
38	76
28	77
56	82

Page 2

CONFIDENTIAL - ATTORNEYS' EYES ONLY

briefly and I think Jim Shamota sent her a letter just wondering what you guys wanted to do in amending the caption. We've amended it once already to reflect the change in Remington/Rayovac. If you feel like we need to do that and/or something you'd be more comfortable with, we're certainly amenable to do it. I don't think it's necessary, but.

MR. LIANG:

Q. I'm going to refer to your company as -- as Rayovac.

A. Okay.

Q. And that would include Remington when it was Remington, when it was Rayovac, Spectrum Brands unless there's a reason to make a distinction or you feel like there's a reason to make a distinction, please let me know. Is that all right?

MR. UELAND: I would just add on this if your question is unclear on what you're referring to because the time period, I just might ask you to put some time parameters on it.

MR. LIANG: Sounds good. That's fair enough.

Page 4

CONFIDENTIAL - ATTORNEYS' EYES ONLY

SEAN MARTIN, called as a witness herein,
having been first duly sworn, was examined and testified as follows:

EXAMINATION

BY MR. LIANG:

Q. Could you state your name for the record, please.

A. Sean Martin.

Q. And your address?

A. 1109 Winding Way in Middleton, Wisconsin.

Q. My name is Stanley Liang. I'm from the law firm Ropes & Gray. I represent Braun in this action which is Braun versus -- versus Rayovac.

I understand that there's -- I just wanted to get it clear. There was Remington, then there was Rayovac, now there's Spectrum Brands; is that correct?

A. Correct.

Q. Has the name change gone through to Spectrum Brands?

A. It's officially Spectrum Brands, Incorporated.

MR. LIANG: For the record here, are we still Rayovac or already changed over?

MR. UELAND: You can refer to it as

Rayovac. We had conversations with Dalila about it

Page 3

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. Have you ever been deposed before?

A. No.

Q. Have you ever appeared in court?

A. No.

Q. I just want to go through some basic rules of deposition. This is as if you were appearing in court in front of a judge and jury except they aren't here. There's -- I'm the lawyer taking the deposition. I'll ask the questions and you answer them to the best of your ability of course.

A. Okay.

Q. You sort of need to give audible answers for the court reporter. She can't really take anything like that, a shake of the head or a nod. So it should be more -- uh-huh, that doesn't really mean that much on the record. So if you could, if it's a yes or a no, you know, that would be great.

A. Okay.

Q. And if you could, one of us speak at a time, so. It's just for her convenience as well. It's hard to take, you know, multiple people at the same time.

A. Okay.

Q. If you want to take a break at any time or if Kevin

Page 5

CONFIDENTIAL - ATTORNEYS' EYES ONLY

wants to take a break at any time, just let me know, that's not a problem. We're not in jail. Not yet. And if you don't understand any of my questions, let me know. I'll try to fix 'em for you. Okay?

A. (The witness nodded his head.)

Q. Is there any reason you can think of that you cannot -- you're not able to answer my questions today accurately and truthfully?

A. No.

MR. LIANG: Let's mark this. What I was -- This is off the record.

(Martin Exhibit No. 1 was marked for identification.)

MR. LIANG: I've marked as Martin Exhibit 1 --

MR. UELAND: Are we back on?

MR. LIANG: Yes.

MR. UELAND: Were we ever off?

COURT REPORTER: Yeah.

MR. UELAND: Sorry.

MR. LIANG:

Q. I've marked as Martin Exhibit 1 a notice of deposition of Sean Martin. Have you seen this

Page 6

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. Can you tell me about your educational background starting from college.

A. Sure. I attended Valparaiso University in Valparaiso, Indiana, studied business, received a bachelors of science degree in 1993 and then attended University of Wisconsin and received my MBA with concentration in marketing in 1998.

Q. Could you also describe your employment history following college.

A. Sure. I worked in sales for the Eureka Company located in Bloomington, Illinois. I managed sales branch operations for them for about four years, the time period between my undergraduate and graduate studies, and then have worked for Rayovac since receiving my MBA.

Q. So that's since 1998; is that right?

A. Mm-hmm, correct.

Q. What were your duties at Rayovac when you first -- Strike that. What was your job title at Rayovac when you first started in 1998?

A. Brand manager and I've worked on our hearing aid business, hearing aid battery business.

Q. How long were you in this position?

A. For roughly six to eight months.

Page 8

CONFIDENTIAL - ATTORNEYS' EYES ONLY
document before?

THE WITNESS: Is this what we looked at yesterday?

MR. UELAND: Yes.

THE WITNESS: Yes.

MR. LIANG:

Q. How would you -- what did you do to prepare for this deposition?

A. Spoke with Kevin yesterday afternoon.

Q. For how long?

A. Probably about five hours.

Q. Did you review documents in preparation for this deposition?

A. Yes.

Q. Do you remember what documents they were?

A. They were documents pertaining to the case that I had provided from my own files.

MR. UELAND: I'll just represent that all the documents that Mr. Martin and I reviewed were produced in this litigation.

MR. LIANG:

Q. Did you speak to anybody else other than Mr. Ueland in preparation for this deposition?

A. No.

Page 7

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. And then what position did you take on?

A. Brand manager working on our rechargeable battery business.

Q. And how long was that for?

A. For roughly nine months.

Q. And then what -- what position did you take?

A. Brand manager on alkaline batteries and heavy-duty batteries.

Q. And how long was that for?

A. In that title, probably about six to eight months and then I was promoted to senior brand manager on the same business.

Q. How long was that for in that job?

A. As a senior brand manager?

Q. Right.

A. Probably about eighteen to twenty-four months and then I was promoted again within the general battery business to category business manager for all of our general batteries.

Q. And how long were you in that job?

A. For probably eighteen to twenty-four months.

Q. Okay. And then what job?

A. Okay. And then was promoted to director in charge of our lighting products business.

Page 9

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **Q. I'm sorry, lighting?**
3 A. Lighting, flashlights, and that was fall of 2003
4 and then was transferred once the acquisition was
5 complete and we started the integration of
6 Remington, then was transferred over into the
7 Remington products and responsible for men's
8 shaving and women's shaving products as well as our
9 spare parts and accessories.
10 **Q. So that was in what year?**
11 A. That was in spring of 2004, March/April.
12 **Q. So before spring of 2004 you were strictly Rayovac**
13 **and not Remington?**
14 A. Correct. Correct.
15 **Q. And you had nothing to do with the shaving business**
16 **that Remington was developing until then, until**
17 **spring of 2004?**
18 A. Correct.
19 **Q. Could you describe your current duties, that is**
20 **you're in charge of men's shaving -- men's and**
21 **women's shaving products?**
22 A. Sure. I have full responsibility for the marketing
23 mix, everything from product development and
24 pricing to advertising and promotion, public
25 relations. I have responsibility for our P & L

Page 10

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **Q. On the telephone?**
3 A. Yes.
4 **Q. Have you communicated with her via e-mail or fax?**
5 A. No.
6 **Q. Okay. Or by letter?**
7 A. No.
8 **Q. So you've only spoken with her on the phone?**
9 A. Correct.
10 **Q. When was the first time? Sorry, go ahead.**
11 A. Correct.
12 **Q. When was the first time you spoke with her?**
13 A. I don't recall the exact date but sometime in the
14 last two months.
15 **Q. How many times would you estimate you've spoken**
16 **with her in the last two months?**
17 A. Twice.
18 **Q. And how long each time?**
19 A. Roughly forty-five minutes to an hour.
20 **Q. Each time?**
21 A. Each time, correct.
22 **Q. Did you speak to her in preparation for this**
23 **deposition?**
24 A. No.
25 **Q. What was the reason for you to speak with her on**

Page 12

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 statement on those businesses, responsible for
3 developing sales materials, business analysis,
4 market analysis, strategic business planning.
5 **Q. That's a lot of work. Who -- who do you report to?**
6 A. Jim Doyle, our divisional vice president for
7 Remington products.
8 **Q. How many people report to you?**
9 A. Currently I have three positions that report to me
10 but one is an open position so I have two direct
11 reports right now.
12 **Q. And they're marketing people; is that correct?**
13 A. Correct.
14 MR. LIANG: Can we go off the record one
15 second.
16 (Off the record.)
17 **Q. Do you know who Laura Stamm is, S T A M M?**
18 A. I do.
19 **Q. How -- how do you know of her?**
20 A. I only know of her through association with this
21 case.
22 **Q. When did you first meet with her?**
23 A. I've never met with her.
24 **Q. You've spoken with her?**
25 A. I have.

Page 11

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **those two occasions?**
3 MR. UELAND: I'm gonna object and
4 instruct the witness not to answer on the basis of
5 attorney-client privilege.
6 MR. LIANG: So your objection is that
7 this is --
8 MR. UELAND: I object to the form of the
9 way you asked the question. I think you can get
10 the information that you're looking for just asking
11 it a different way.
12 MR. LIANG: Okay. Could you repeat the
13 question. I just I don't remember it.
14 (The requested portion was read back.)
15 **Q. Who asked you to speak with Laura Stamm?**
16 A. Kevin did.
17 **Q. Did you provide her with any documents?**
18 A. No.
19 **Q. Did you -- did she discuss any documents with you?**
20 MR. UELAND: I'm sorry, what's the
21 question?
22 MR. UELAND: Could you read it back.
23 (The requested portion was read back.)
24 MR. UELAND: I'm gonna object, lack of
25 foundation.

Page 13

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 MR. LIANG:

3 **Q. You can answer.**

4 A. I'll listen to my attorney.

5 MR. UELAND: I'm sorry. You have to
6 answer the question. Answer the question if you
7 know.

8 THE WITNESS: Did she review any
9 documents with me?

10 MR. LIANG:

11 **Q. Did she discuss any documents?**

12 A. Discuss any documents with me?

13 **Q. The contents of any documents with you.**

14 A. Not that I recall.

15 **Q. What did you talk to her about?**

16 A. We talked about development of our air cleaning
17 system. We talked about pricing of the current
18 men's shaving clean systems on the marketplace.

19 **Q. When you say pricing of current system, that's the
20 Rayovac system; is that right?**

21 A. The Remington --

22 **Q. The Remington.**

23 A. -- shaving system, correct, as well as competitive
24 shaving systems.

25 **Q. Anything else that you discussed with her?**

Page 14

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 all three lines or are you asking is it being
3 developed for all men's shavers, all foil shavers?

4 MR. LIANG: I'll change that.

5 MR. UELAND: Okay.

6 MR. LIANG:

7 **Q. Is the CO2 cleaning system being developed for the
8 men's rotary dry cleaner?**

9 A. Yes.

10 **Q. Is it being developed for the foil dry cleaner for
11 men?**

12 A. Yes.

13 **Q. And is it being developed for the women's shaver?**

14 A. No.

15 **Q. Is the women's shaver on the market foil only? I
16 just want to know.**

17 A. It is a foil shaving system.

18 **Q. And is the CO2 cleaning system also referred to as
19 air cleaning system?**

20 A. Yes.

21 **Q. Are there other air cleaning systems being
22 developed other than the CO2 system?**

23 A. No.

24 **Q. Does the marketing that's your department have any
25 input in the development of the air cleaning**

Page 16

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 A. Not that I recall.

3 **Q. Have you ever spoken with Samuel Phillips?**

4 A. No, not that I recall.

5 **Q. Did you speak to any other expert for Rayovac in
6 this case?**

7 A. No.

8 (Martin Exhibit No. 2 was marked for
9 identification.)

10 **Q. I've marked as Martin Exhibit 2 a document entitled
11 CO2 rotary shaver cleaner operating instructions,
12 prototype vintage number six. Have you seen this
13 document before?**

14 A. No.

15 **Q. The CO2 cleaning system is being developed right
16 now at Rayovac; is that correct?**

17 A. Correct.

18 **Q. And this is -- it's being developed for your dry
19 shaver products; is that right?**

20 A. Correct.

21 **Q. Is it being developed for all -- for the foil,
22 rotary and the women's shaver products, all of them
23 or individually?**

24 MR. UELAND: Object to the form of the
25 question. Are you asking is it being developed for

Page 15

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 system?

3 A. Yes.

4 **Q. What is the involvement?**

5 A. We have tested the product concept with consumers
6 and I was directly involved in development of that
7 research. We have been involved in evaluating the
8 feasibility of the product in the marketplace and
9 evaluating the usage and application of the CO2
10 cartridges themselves.

11 **Q. So the -- this cleaning system uses a -- a
12 cartridge system with CO2 in it; is that right?**

13 A. Correct.

14 **Q. What -- when did Rayovac first decide to develop
15 the air cleaning system?**

16 A. I don't know. I believe that it predated my
17 involvement on the business.

18 **Q. So when you come -- when Rayovac and Remington
19 merged in spring of 2004, this was already being
20 developed; is that right?**

21 A. I believe so.

22 **Q. When -- when you first started in spring of 2004 on
23 this product, what -- what step was it at at that
24 time?**

25 A. It was at the prototype phase.

Page 17

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 **Q. Was a prototype already made?**

2 A. Yes.

3 **Q. Had consumer testing on that prototype been done**
4 **already?**

5 A. No.

6 **Q. What was the next step that came once you took over**
7 **this product line?**

8 A. The next step then was actually the consumer
9 concept tests.

10 **Q. Was the consumer concept test done on this**
11 **prototype that we see here?**

12 A. No. It was an illustration and text that explained
13 the product concept.

14 **Q. I see. So the testing was not done on the product**
15 **but was done just to -- you're just telling the**
16 **consumer this is a possible product, what do you**
17 **think about that; is that right?**

18 A. Correct.

19 **Q. What was the next step in the development of this**
20 **product?**

21 A. The next step was the optimization of actually how
22 you delivered the blast of air. There were
23 different versions that were being considered.

24 **Q. Who -- who designed -- who is designing this**
25

Page 18

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 **for purchase intent when you did the consumer**
2 **testing on this product?**

3 A. Okay. It was at parity with the current cleaning
4 systems that are on the market. We benchmarked our
5 foil cleaning system as well as Braun Syncro and it
6 was at parity to those on the top two box basis at
7 a statically significant level.

8 **Q. Has Rayovac done any marketing analysis as to**
9 **whether or not this air cleaning product would take**
10 **away sales from your current cleaning systems, that**
11 **is the liquid base cleaning systems?**

12 A. No.

13 **Q. Have -- have you had any consideration on that**
14 **point, that is would the air cleaning system take**
15 **away sales from your own liquid cleaning products?**

16 A. Yes.

17 **Q. And the -- what is the answer to that**
18 **consideration?**

19 A. The consideration right now is that it would be
20 incremental to our current cleaning system, that it
21 may cannibalize some of the base sales but
22 ultimately if we launch both systems into the
23 market, it would be incremental to our business.

24 **Q. So the intent of Rayovac at this time is to have**
25

Page 20

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 **product?**

2 A. Internal Remington engineering resources.

3 **Q. Do you know who specifically?**

4 A. Yuri Avila is heading up the initiative and the
5 engineers that report to him, the individual is Jim
6 Chasen.

7 **Q. What was the result -- You spoke of consumer**
8 **testing. What was the result of that testing?**

9 MR. UELAND: Object to the form. You can
10 answer.

11 THE WITNESS: Okay. The result of the
12 testing was -- the objective of the testing was to
13 measure purchase intent, uniqueness, believability,
14 likability and then measurement on different
15 attributes related to the core category benefits of
16 closeness and comfort. And so the results were
17 quantitative scores relating to those different
18 matrix. So for example, on purchase intent we
19 would evaluate our -- the top two boxes:
20 definitely would purchase or probably would
21 purchase, and evaluate that relative to other
22 benchmarks that we've established.

23 MR. LIANG:

24 **Q. Let's go with purchase intent. What was the result**
25

Page 19

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 **both systems, the liquid cleaning system and the**
2 **air system, on the market at the same time; is that**
3 **right?**

4 A. We haven't made that decision yet.

5 **Q. Do you know when you're going to make that**
6 **decision?**

7 A. No.

8 **Q. Is there any consideration --**

9 A. Sorry.

10 **Q. Withdraw that. Who are the competitors for this**
11 **air cleaning system on the marketplace right now?**

12 MR. UELAND: Are you asking right now or
13 who would be? I guess I'm --

14 MR. LIANG: Right now, yeah. On the
15 marketplace right now would you be competing
16 against, which products would you compete against
17 now if you put the CO2 system on the market.

18 MR. UELAND: Okay.

19 THE WITNESS: We would define the
20 competitive set fairly broadly in this instance.
21 It would include Norelco, it would include Braun
22 and it would include our own cleaning systems.

23 MR. LIANG:

24 **Q. Does Norelco have a cleaning system on the market**
25

Page 21

CONFIDENTIAL - ATTORNEYS' EYES ONLY

right now?

A. They don't currently. They have plans and have announced plans publically to launch this fall with a cleaning system but regardless if -- if they had a cleaning system on the market or not, we would still consider them a competitor for the product.

Q. Is that because a cleaning system adds some value to the dry shaver that would allow people to want to buy it?

A. It's because if we were selling a rotary product, consumers -- There's a high level of brand loyalty and cutting system loyalty. So if we were selling a rotary system, we would be competing with Norelco directly on those products regardless if they had a cleaning system or not. That's why I would consider them within the competitive set.

Q. We had talked about they had been concept tested and then you developed -- you continued to develop the product. Let's just get back to the concept testing because I've forgotten what you said. After the concept testing was done, what happened next in the development of this product?

A. I haven't been really close to the technical development of the product but from what I

Page 22

CONFIDENTIAL - ATTORNEYS' EYES ONLY

understand, there's just been further optimization as far as -- and testing as far as which system and design provides the highest level of cleaning efficacy.

Q. When was the consumer testing done?

A. When?

Q. When.

A. I believe that it was done early spring of 2005. No, actually it was prior to that. It was last year. I believe it was fall, fall of '04.

Q. Has there been more consumer testing since then?

A. No.

Q. So the testing you referred to, that was more mechanical testing since then; is that right?

A. Technical testing --

Q. Technical testing.

A. -- of the products and prototypes, not consumer testing.

Q. Where does this product stand now in terms of its development?

A. I believe that it stands pretty close to what is represented in this document as far as the air delivery and the way that the product would fit into the base.

Page 23

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. Is the engineering group still working on it in further designing this product?

A. Yes.

Q. Is there any concern that the CO2 cartridge might need safety approval?

A. It would be -- it might be a consideration but it's not a major concern right now.

Q. Is there a finished product right now ready to go to the market?

A. No.

Q. When would it be ready?

A. It could be ready as early as June of 2006.

Q. What does it take for it to go from where you are now to being ready to go to the market, what steps are necessary from here on?

A. Well, final product features, attributes and specifications would need to be locked down including mechanical design and cosmetics, color, materials would be defined. Optimization of the design and the delivery system for the cartridge and then once all of that is locked down into a specification, we would then work with manufacturing to produce tooling and provide forecasts and produce the product.

Page 24

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. Would manufacturing at Rayovac produce this product?

A. Probably not.

Q. Would an outside party produce the product then?

A. Most likely.

Q. Has one been chosen, do you know?

A. We currently have a cleaning system vendor but we haven't selected final vendor -- made a final vendor decisions on this item.

Q. So you -- I just want to be clear. You don't know who's going to make this product right now; right?

A. Not yet.

Q. Who makes the cleaning -- the liquid cleaning system?

A. I should probably know this.

Q. Is it Herota?

A. Herota.

Q. Heroka.

A. Heroka.

MR. LIANG: Off the record.

(Off the record.)

Q. Is the mechanical design of this product complete at this time?

A. It's not complete yet, no.

Page 25

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. What -- what needs to be done for it to be completed?

MR. UELAND: Objection, asked and answered.

MR. LIANG: This is about mechanical design. We were talking about what brought --

MR. UELAND: I guess I'm having a hard time distinguishing your question now from what you've been asking previous to this. It seems to me you've been asking the witness questions about the development of the air cleaning system and this is just another way of asking the same question.

MR. LIANG: Well, actually I really meant this to be more specific because we're more general about, you know, multiple things that could be done and I'm just following up to, you know, what specifications about mechanical design has yet to be completed. So I think that's a fair question.

Q. If you could answer that, please.

A. It's not really my area of expertise and so I don't really know the next steps that really need to take place in order to finalize the mechanical design.

Q. Do you know who would know that?

A. That would be Yuri Avila.

Page 26

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. This reflects the quantitative scores that consumers provided relative to the concept, the air cleaning system concept that's pictured here on the page and it measures their scores with respect to purchase intent, uniqueness, believable, likability, price value.

Q. So this concept here has the air cleaning system paired up with a cleaner. What -- I'm sorry, a shaver. Which shaver is paired up here? I really can't make it out.

A. It's a foil shaver.

Q. Is this one of the foil shavers that's currently on the market?

A. We're just launching this shaver right now, yes.

Q. This is not on the market yet?

A. It is right now, yes.

Q. When did it launch?

A. Roughly a month ago.

Q. What is the model number for this foil shaver?

A. It's an MS-2 series shaver.

Q. Does it have the liquid base cleaning system?

A. Not currently.

Q. On the very right corner it says project field ending date 8-23-04. Do you think that's an

Page 28

CONFIDENTIAL - ATTORNEYS' EYES ONLY

(Martin Exhibit No. 3 was marked for identification.)

Q. Marked as Martin 3, a document labeled Remington Men's Electric Shaver Concept Test, 18-Cell. Have you seen this document before?

A. I have.

Q. When was the first time you saw this document?

A. In September of 2004.

Q. Who produced this document?

A. Synovate.

Q. Who is Synovate?

A. Synovate is a market research vendor that we use for consumer concept tests.

Q. Is this the concept testing of the air cleaner that we spoke about at length today?

A. Yes, it is.

Q. And there's just been only one concept testing of the air system that you're aware of; is that right?

A. Correct.

Q. Looking at the second page which has a R13245 bates number on the bottom, it has the title shaver with air cleaning system. What is this test done on? What is this page about? If you could just describe for me what this page is about.

Page 27

CONFIDENTIAL - ATTORNEYS' EYES ONLY

accurate statement as to the date that the test was done?

A. Yes.

Q. Could we turn to the third page which is labeled R13246, please.

A. Mm-hmm.

Q. This one says MicroScreen 5500 shaver. What shaver is that?

A. That's our current foil cleaning system shaver.

Q. That was launched in the market sometime last year; isn't that right?

A. Correct, August of 2004.

Q. And this one has a liquid base cleaning system right now?

A. Correct.

Q. What is being tested here? Is it this MicroScreen shaver with the air cleaning system as a concept?

A. No. This is a liquid cleaning system.

Q. And this was presented as a product or was it prepared also as a paper concept like this?

A. Paper concept as you see it here.

Q. I see. So this testing is using this liquid cleaning system against the air cleaning system; is that accurate? Would that be a fair

Page 29

1 **CONFIDENTIAL - ATTORNEYS' EYES ONLY**
2 **characterization?**
3 A. It's a pneumatic (sic) test in that consumers only
4 see one of the concepts and rank it again in terms
5 of purchase intent, uniqueness. So we use this as
6 a benchmark to understand how the air cleaning
7 system compared to the scores on that item compared
8 to the concept tests on the liquid cleaning system.
9 **Q. So two separate sets of people were tested. One**
10 **was tested with this system, the liquid cleaning**
11 **system with the 5500; one was tested with the**
12 **foil -- with a foil cleaner and the air system; is**
13 **that right?**
14 A. Correct.
15 **Q. What was the number of consumers that were tested**
16 **for each of those two sets?**
17 A. I don't recall.
18 **Q. Can you estimate, if that's possible?**
19 A. We typically use between 100 and 200 respondents
20 per pneumatic cell.
21 **Q. Do the respondents, are they tested in person?**
22 A. In this instance it was an internet survey.
23 **Q. Was the concept testing done on the men's rotary**
24 **system for the air cleaning system?**
25 A. I don't believe so.

Page 30

1 **CONFIDENTIAL - ATTORNEYS' EYES ONLY**
2 **Q. And it was not done for the women's system at all,**
3 **was it?**
4 A. No.
5 **Q. Is the air cleaning system expected to be -- to**
6 **come onto the market with existing shavers or are**
7 **you going to make a new shaver to go with the air**
8 **cleaning system?**
9 MR. UELAND: Objection to the improperly
10 limited alternatives.
11 MR. LIANG: Or something else.
12 A. It could be a combination of existing shavers and a
13 new design depending on whether it's rotary or
14 foil.
15 **Q. So the decision has not been finalized on that; is**
16 **that right?**
17 A. Correct.
18 **Q. Do you have any idea when that decision will be**
19 **made?**
20 A. No.
21 **Q. Again this says project field ending 8-23-04. Is**
22 **this fairly accurate you believe?**
23 A. I believe so.
24 **Q. Early on you had said that the purchase intent for**
25 **the air cleaning system tested at parity with the**

Page 31

1 **CONFIDENTIAL - ATTORNEYS' EYES ONLY**
2 **liquid system?**
3 A. Correct.
4 **Q. Has that result been gleaned from these pages in**
5 **this exhibit?**
6 A. Not necessarily. There was additional analysis in
7 reporting that our internal market research group
8 provided to the marketing department which
9 interpreted the results and it also explained that
10 on a statistical basis they were in fact at parity
11 but you can't determine that just from looking at
12 these numbers.
13 **Q. Which numbers show -- is related to purchase intent**
14 **on this document?**
15 A. We looked at within the total foil user base the
16 top two boxes: purchase intent, so it is -- I can
17 circle it on mine and show it to you. It's that
18 number (indicating).
19 MR. LIANG: So I would like the -- this
20 exhibit to reflect that Mr. Martin had marked this
21 box by hand to reflect a number that relates to
22 purchase intent in this document.
23 Do you have an objection to that?
24 MR. UELAND: I think that the document --
25 I mean it indicates that on its face so I don't

Page 32

1 **CONFIDENTIAL - ATTORNEYS' EYES ONLY**
2 think that Mr. Martin is doing anything to
3 specifically do anything that isn't reflected on
4 the face of the document anyway. I mean he's only
5 indicated that the numbers that are across from
6 purchase intent are the ones that reflect purchase
7 intent. So I don't know that there needs to be any
8 notice on the record about that.
9 MR. LIANG:
10 **Q. Can we get back to 13245?**
11 A. Okay.
12 **Q. Is there a similar number that relates to purchase**
13 **intent on this document?**
14 A. Yes. Again the purchase intent score's across from
15 the purchase interest lines here at the top.
16 **Q. Okay. I'm going to hand to you what has been**
17 **previously marked as Exhibit 43.**
18 MR. UELAND: Can we go off the record,
19 let the witness look at the document?
20 MR. LIANG: Sure. You want to take a
21 quick break?
22 MR. UELAND: Sure.
23 (Off the record.)
24 MR. LIANG: Back on the record.
25 **Q. So in looking at this Exhibit 43, which is men's**

Page 33

CONFIDENTIAL - ATTORNEYS' EYES ONLY

2006 shaving, have you seen this document before?

A. I have.

Q. When for the first time?

A. September 29th, 2004.

Q. Did you produce this document?

A. I did not.

Q. Were you at a meeting in which this document was given out?

A. I was.

Q. And that was September 29th, '04?

A. Correct.

Q. Did you produce this document?

A. I did not.

Q. Who did?

A. Our global products innovation group and new products group and I believe it was Deb Pierce and Michael Vaszily.

Q. I'm sorry, Deb?

A. Deb. Deb Pierce.

Q. Okay.

A. Michael Vaszily, V A S Z I L Y.

Q. Are both of these based in Madison?

A. Yes.

Q. Did you review this document yesterday --

Page 34

CONFIDENTIAL - ATTORNEYS' EYES ONLY

with technical, this concept could be achieved after developing a technology.

Q. So at the time this report was made, September 29th, 2004, there was still some development of technology that needed to be done; is that right?

A. There were a couple of technologies that were being considered at the time and some needed further development than others.

Q. What were those technologies that were being decided at the time?

A. One design called for an actual compressor that would compress air and then release it into the shaver. The other technology, which was much simpler design, is the one that we talked about earlier which is the CO2 cartridge.

Q. Would it be fair to say that the CO2 cartridge won out at this -- at this time?

MR. UELAND: At what time?

MR. LIANG: At this time.

MR. UELAND: Presently?

MR. LIANG: Presently, yes, uh-huh.

A. Today?

Q. Yes.

Page 36

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. Yes.

Q. -- in preparation? Could you turn to page 28 which is also labeled as R2544. Please take your time and review this page.

A. Okay. (Reviewed document.)

Q. Tell me when you're ready.

A. Okay.

Q. There's a line about two-thirds down that says shaver with air cleaning system. Do you see that?

A. I do.

Q. It says next to that retail price \$70. Is that the expected retail price? What is this line about?

A. At the time it was the anticipated -- anticipated or tested price that our global products innovation group was -- had determined but there was not consensus on that price at all.

Q. Has there been a retail price set at this time --

A. No.

Q. -- for this product? The next line it says technical and gives a number three and this technical is under the broad heading feasibility?

A. Right.

Q. What is technical with a number three mean?

A. I believe that it's reflected here on the chart

Page 35

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. This is the design that we're further developing, yes, CO2.

Q. Cartridge?

A. Cartridge.

Q. And the compressor is no longer being developed?

A. Correct.

Q. Has the CO2 cartridge development completed?

MR. UELAND: Objection, asked and answered. Go ahead. You can answer.

THE WITNESS: Again consistent with --

with what we talked about before, the development is not complete yet.

MR. LIANG:

Q. The next line is feasibility, cost wise, and also gives a number of three for the shaver with air cleaning system. And on the bottom it says as reviewed, this was -- this would cost at least 2.5 times what would be appropriate. What does that all mean?

A. That refers to the compressor system which represented potential cost increase versus the current liquid cleaning system. It does not refer to the cartridge system.

Q. So the cartridge system, do you know if its cost

Page 37

CONFIDENTIAL - ATTORNEYS' EYES ONLY

was also going to be higher than the liquid system?

A. Preliminary estimates on the cartridge system represent potential cost improvement over where we currently sit. So we're hoping to actually take cost out of the cleaning system.

Q. The next line on the shaver air cleaning system is feasibility, consumer, also gives a mark of three. It says in the comments below, it says many alterations or a new configuration required to make this viable. What is that about?

A. Again refers to the compressor system and speaks to further development and optimization required to launch that particular design. It does not speak to the cartridge system.

Q. Okay. The next line is score total for the shaver air cleaning system and it says 22 percent?

A. Right.

Q. What does that mean?

A. I don't recall.

Q. Okay. And I think the next line speaks for itself, is advanced R & D required, it says yes. Is that how you recall it to be at that time, September 2004, there was still R & D required for this product?

Page 38

CONFIDENTIAL - ATTORNEYS' EYES ONLY

not to the cartridge system.

Q. It says that the prototype requires almost commercial quality components to remain safe at point 150 PSI pressure and is much larger than the illustration. Is that also to the compressor system?

A. Yes.

Q. So then it says one suggestion from the team includes using a CO2 cartridge versus a pump. Is the pump the compressor?

A. Yes.

Q. And here it says successful execution of the prototype has only been demonstrated using a rotary shaver. Is a prototype here a compressor system that is here in this line?

A. Yes.

Q. In addition to this air base cleaning system and the liquid base system that's out on the marketplace now, is Rayovac considering other cleaning systems at this time?

A. Not that I'm aware of.

Q. Have you considered other cleaning systems in the time that you've been in charge of marketing in this group?

Page 40

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. Yes.

Q. The very next box under the shaver with air cleaning system, there's comment and issues. It says this concept is being actively developed by Remington now. Proof of concept is complete. Much more advanced development is required to settle performance configuration, noise and safety issues. Have those advanced developments been completed that's spoken here in this line?

A. They're not complete but there's been significant advancement made in those areas.

Q. Has the performance development been completed at this time?

A. I can't speak to that. That would be -- again that would be Yuri.

Q. What about configuration, is that completed today?

A. I would defer to Yuri on that.

Q. Okay. Noise, has that been completed?

A. The noise issue was only relative to the compressor system and is not an issue at all with the cartridge system.

Q. What about safety issues, has that been completed as for development at this time?

A. Again, that was only related to the compressor and

Page 39

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. No.

Q. Has there been any consideration about modifying the current cleaning system that's on the market, the liquid cleaning system?

A. We have considered some modifications to that system relative to cost improvement and performance improvements.

Q. What are those improvements?

A. There are certain components that are being looked at for performance and quality improvements. There is the way that the -- the fan is used to clean -- or I'm sorry, to dry the foils after -- after cleaning. We've considered removing that fan as a cost improvement initiative. The bracketing system on the top of the cleaner is -- we feel that we can make improvements to the bracketing system and integrate the contact points for charging elsewhere on the shaver to eliminate the bracket both from a performance as well as from a cost improvement perspective.

Q. Have you ever considered adding a cover piece to the base?

A. Yes, we talked about adding a cover piece to the base.

Page 41

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 **Q. Is the removal of the fan being implemented?**
3 A. We haven't made the decision yet to remove the fan
4 or not.
5 **Q. Has there been -- is the design for that completed,**
6 **that is removal of the fan of the current system?**
7 A. I believe that it is.
8 **Q. Is it ready for the marketplace today, that is a**
9 **cleaning system that's modified with the fan**
10 **removed?**
11 A. It would be ready for the marketplace very shortly,
12 yes.
13 **Q. Is eliminating the bracket, is that design**
14 **completed?**
15 A. Yes.
16 **Q. And could that be ready for the marketplace very**
17 **shortly?**
18 A. Yes.
19 **Q. Adding a cover piece to the base, is that design**
20 **completed?**
21 A. I'm not aware that it is. I don't know.
22 **Q. Are you think of combining these modifications to**
23 **your current system, that is remove the fan and**
24 **eliminate the bracket?**
25 A. We're considering it.

Page 42

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 **Q. Is that -- is that product, that is one that is a**
3 **current system with those two modifications, is**
4 **that ready for the marketplace?**
5 A. It's not ready for the marketplace today but could
6 be shortly and would be ready for market for the
7 summer resets for national retailers next year.
8 The retailers really set their planograms once,
9 maybe twice a year and so now that the planogram is
10 set, it doesn't make any sense to try to get a new
11 product in the market. It would really be next
12 market.
13 **Q. Retailers, we're talking about Wal-Mart, people**
14 **like that?**
15 A. Correct.
16 **Q. And planograms, are these things that the retailers**
17 **use to show what products they have in which shelf,**
18 **something like that?**
19 A. Yes.
20 **Q. Is that accurate?**
21 A. Yes.
22 **Q. Have you considered modifying the filter such that**
23 **it is removable and is attached to the housing of**
24 **the system, cleaning system?**

MR. UELAND: Objection to form. You can

Page 43

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 answer if you understand the question.
3 THE WITNESS: Yeah, could you clarify the
4 "attached to the housing".
5 MR. LIANG:
6 **Q. The cleaning system has a housing outside; is that**
7 **right?**
8 A. Okay. Correct.
9 **Q. Where is the filter currently?**
10 A. Not -- not a attached to that external housing,
11 it's attached to the top part that fits down into
12 the base.
13 **Q. Have you considered changing the location of the**
14 **filter to any other location?**
15 A. I believe that has been considered.
16 **Q. And -- and what location would that be?**
17 A. I'm not certain.
18 **Q. Have you considered air drying instead of using a**
19 **heater as a drying device for your current cleaning**
20 **system?**
21 A. Yes.
22 **Q. Has that been implemented?**
23 A. It has not been implemented but there are plans in
24 place to most likely launch that next year, again
25 as a cost improvement initiative.

Page 44

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 **Q. Next year being this fall or you mean '06?**
3 A. 2006.
4 **Q. Is that design ready, the air drying system?**
5 A. Yes.
6 **Q. When you make the modifications, when you --**
7 **Strike that. When you consider modifications to a**
8 **current liquid cleaning system, are you at all**
9 **trying to design around Braun's patents?**
10 MR. UELAND: Objection, instruct not to
11 answer on the basis of attorney-client privilege.
12 Don't answer.
13 MR. LIANG:
14 **Q. When you talk about adding a cover piece to the**
15 **base, is that a removable cover piece that's being**
16 **considered right now?**
17 A. It would be removable. It could be permanently
18 affixed as well.
19 **Q. So right now what is -- as the design stands, what**
20 **is the status of the design with regard to**
21 **removability of the plastic cover -- of the cover?**
22 A. It remains undefined.
23 **Q. Is the cover going to be plastic or is it going to**
24 **be made of something else?**
25 A. I don't know.

Page 45

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 **Q. Have you concept tested any of these modifications**

3 **to the current cleaning system?**

4 A. No, we really wouldn't because it would be

5 essentially invisible mechanical changes that would

6 be irrelevant to the consumer.

7 **Q. Can you describe the process for developing the**

8 **current cleaning system that's on the market today?**

9 A. I wasn't involved in the development of either

10 cleaning system. By the time I got onto the

11 Remington business, we were entering the

12 commercialization phase of the foil cleaning

13 system. The R-9500 rotary system had already been

14 launched the prior fall.

15 **Q. And what about were you involved in the design for**

16 **the women's cleaning system?**

17 A. No.

18 **Q. The women's shavers' cleaning system?**

19 A. No. I had -- when I first started on the Remington

20 business, I had responsibility for the men's

21 shaving product line and just recently took

22 responsibility for the women's shaving and so

23 again, product development and really even

24 commercialization was essentially complete on that

25 product before I took over.

Page 46

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 **Q. So when you first learned about Braun's development**

3 **of a cleaning system, you were actually not part of**

4 **Remington shaving at all because that was a**

5 **separate company; is that right?**

6 MR. UELAND: Object to the form.

7 THE WITNESS: Yeah, could you restate.

8 Was I aware of a Braun cleaning system before?

9 MR. LIANG:

10 **Q. When did you first become aware of Braun's cleaning**

11 **system?**

12 A. Prior to even working on -- prior to Rayovac

13 acquiring Remington.

14 **Q. Is -- and Rayovac before acquiring Remington was**

15 **not in the cleaning -- dry shaver cleaning system**

16 **business at all; is that right?**

17 A. Correct.

18 **Q. This has been previously marked as Exhibit 10 which**

19 **I'm handing you. Take your time.**

20 A. Should I take a look at it?

21 **Q. Sure. Absolutely.**

22 A. (Reviewed document.) Okay.

23 **Q. This is the 5,711,328 U.S. Patent which is assigned**

24 **to Braun and it's one of the patents in suit. When**

25 **was the first time you saw this patent?**

Page 47

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 A. I haven't seen this patent.

3 **Q. Are you aware that this is the patent in suit?**

4 A. I am now.

5 **Q. I just want to clarify. You were not involved at**

6 **the -- when Remington looked into whether or not**

7 **its shaving -- liquid shaving products infringed**

8 **this patent because this was prior to your**

9 **involvement; is that -- is that accurate?**

10 A. I don't know when they first looked into the -- the

11 Braun patent or not. I don't know when that

12 occurred.

13 **Q. During the time that you've been involved in the**

14 **Remington shaving products, do you know if --**

15 **whether or not if consulted on -- for legal opinion**

16 **on the -- whether or not your liquid cleaning**

17 **system is liable in infringing these patents?**

18 MR. UELAND: Object to the form.

19 THE WITNESS: Yeah, could you -- What

20 exactly are you asking? Has Remington requested?

21 MR. LIANG:

22 **Q. I just want to know since you started in the spring**

23 **of '04 has there been any analysis on whether or**

24 **not your products infringed this patent?**

25 A. I have not been involved in that analysis but from

Page 48

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 my understanding we have looked at our design and

3 compared it to this patent.

4 MR. LIANG:

5 **Q. This has been previously marked as Exhibit 11.**

6 **It's the 5,649,566 patent. Have you seen this**

7 **patent before?**

8 A. Not that I recall.

9 **Q. This actually is also not a -- a patent in suit.**

10 **When you discuss just right now about you**

11 **understand that there has been analysis with**

12 **respect to the Braun patent, you weren't**

13 **distinguishing between one patent versus another,**

14 **were you?**

15 A. I was not, right.

16 **Q. If we could get back to Exhibit 43 that's in front**

17 **of you.**

18 A. Okay.

19 **Q. If you turn to page three which is also 2520.**

20 A. Yep.

21 **Q. It talks about men's 2006 shavers and under scope**

22 **the first line says evolutionary, not revolutionary**

23 **ideas. Do you see that?**

24 A. I do.

25 **Q. What does that refer to?**

Page 49

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. It refers to the concepts that are being -- were being considered at the time for development.

Q. Does that include the air cleaning system?

A. I believe so.

Q. If you could turn to page six which is also 2523.

This says concepts tested, 2006 shavers and under foil ideas.

A. Right.

Q. It says air cleaning but the rotary ideas doesn't say air cleaning. By that time was the concept testing for the air cleaner only done in the foil system?

A. The concept testing had been conducted on the foil system. The prototype was actually designed around the rotary system.

Q. Currently is the -- is the air cleaning system design more advanced for the foil system, more advanced for the rotary system, neither? Can you comment on that?

MR. UELAND: Object to the form.

THE WITNESS: I'm not sure that I completely understood the question.

MR. LIANG:

Q. It's a design -- right now you're designing an air

Page 50

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. Does this mean that the concept testing is done also in North America -- only in North America, not globally?

A. No, the testing was done globally. It was done in Europe as well as North America.

Q. Is it done beyond Europe and North America?

A. No.

Q. It says technology 2007. What does that mean?

A. That was referred to the compressor technology.

Q. So the expectation at that time was the compressor wouldn't be ready until '07; is that right?

A. The compressor would -- we were targeting 2007 for the compressor but had also -- were considering the cartridge system for earlier launch than that but the compressor system would probably take until 2007 to optimize.

Q. You said that the cartridge system you expect to be ready sometime next year; is that right?

A. Right. Currently the retail planograms are set and locked down until really June/July of next year.

So there's -- there's really no opportunity for us to launch prior to that.

Q. On page 31, this is 2547.

A. Okay.

Page 52

CONFIDENTIAL - ATTORNEYS' EYES ONLY

cleaning system for both a rotary shaver and a foil shaver; is that right?

A. Correct.

Q. Is the design more than advanced for one of the two shavers?

A. What do you mean by "advanced".

Q. More complete, that is more ready?

A. No.

MR. UELAND: Are you asking if they're further along in the process?

MR. LIANG: That's right, yeah.

A. No. It's my understanding that we're at the same stage with both cleaning systems.

Q. You're actively -- Sorry, I didn't mean to interrupt. But you're actively pursuing both systems; is that right?

A. Correct.

Q. If you could turn to page 11, which is 2528. So under air cleaning it says appeal, feasibility, there's no tick for global consumer but there's a tick for NA, which I guess is North American consumers. Is that NA for North American consumers?

A. That's correct.

Page 51

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Q. And this is under -- it says air cleaning. What's E U R slash R O W?

A. Europe rest of the world.

Q. But it was only done in Europe, it wasn't done anywhere else in the world other than North America?

A. What are you referring to?

Q. The concept testing for air cleaning.

A. That's correct.

Q. It says but does not solve a current problem, under the country specific opinions EUR/ROW, rest of the world. Do you know what that's about?

A. I don't recall.

Q. And the U.S. it says does a good job of solving a current problem. Do you know what current problem is mentioned there?

A. I believe that that refers to the convenience that a self-cleaning, self-charging system provides.

Q. Here it says under U.S. but appearance suggests shave would not be as close. What -- what appearance is -- is that talking about?

A. I believe that that refers to consumer feedback relative to the illustration that was shown in the consumer concept tests.

Page 53

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY
 2 **Q. Could we turn to page 38 which is also 2554.**
 3 A. Okay.
 4 **Q. This is entitled technological feasibility, rotary.**
 5 A. Yes.
 6 **Q. This line for Braun Syncro system shaver, were you**
 7 **testing the Braun shaver here? What is this page**
 8 **about?**
 9 A. Just one second, let me take a look at the page.
 10 **Q. Sure. Absolutely.**
 11 A. (Reviewed document.) I don't know what that refers
 12 to.
 13 **Q. Okay. So this whole page you're really not clear**
 14 **what's going on here; right?**
 15 MR. UELAND: Object to the form.
 16 THE WITNESS: Yeah, could you restate the
 17 question.
 18 MR. LIANG:
 19 **Q. What is this page about?**
 20 A. My recollection is that this page was intended to
 21 characterize the rotary could be sent with respect
 22 to feasibility both technical and cost and then the
 23 consumer rating which is why I don't understand why
 24 the Syncro system foil was even listed on this page
 25 unless it was just as a benchmark.

Page 54

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY
 2 **Q. Okay. If you could turn to, let's see, page 45**
 3 **which is 2561.**
 4 A. Okay.
 5 **Q. Is this a forecast of the upcoming products that**
 6 **you're going to launch?**
 7 A. This was a -- it's entitled men's rotary
 8 hypothetical. It's a hypothetical pipeline of new
 9 products over -- from 2004 to 2007.
 10 **Q. Where is the CO2 cleaning system on this chart?**
 11 A. I don't believe that it's listed on this
 12 hypothetical chart.
 13 **Q. Okay. The next page 2562, which is also page 46.**
 14 **Is this the -- it's the same as the previous page**
 15 **except for the foil?**
 16 A. It's difficult for me to read but I do believe it
 17 says men's foil, hypothetical, and would also be
 18 similar in nature to the -- to the rotary.
 19 **Q. Is the air cleaning system on this page?**
 20 A. It would be considered as a potential for this new
 21 shaving technology potentially but it's not
 22 specifically mentioned.
 23 **Q. I'm handing you what was previously marked as**
 24 **Exhibit 42.**
 25 A. Okay.

Page 55

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY
 2 **Q. Have you seen this document before?**
 3 A. I have.
 4 **Q. When for the first time?**
 5 A. This would have been in fall of 2004.
 6 **Q. Who produced this document?**
 7 A. Our market research group. I believe specifically
 8 Michelle Monkoski.
 9 **Q. If you'd go to the second page of this document**
 10 **which is R12539. It says MicroScreen 5500. Let me**
 11 **back it up. Strike that. If you could review this**
 12 **document first, all three pages.**
 13 A. Okay. (Reviewed document.)
 14 MR. UELAND: Let's go off the record
 15 while he's reviewing the document.
 16 (Off the record.)
 17 MR. UELAND: We can go back on.
 18 MR. LIANG:
 19 **Q. Are you ready?**
 20 A. Yeah.
 21 **Q. What is this document about? This is Exhibit 42.**
 22 A. This document summarizes the consumer concept
 23 research that was conducted with Synovate.
 24 **Q. And what was the concept tested?**
 25 A. On page two it refers to the concept, the

Page 56

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY
 2 MicroScreen 5500 concept, and on page three it
 3 refers to the Braun Syncro concept.
 4 **Q. Was there -- was this again a testing in which you**
 5 **have one consumer -- one set of consumers look at**
 6 **the MicroScreen 5500 and then once they look at the**
 7 **Braun Syncro?**
 8 A. Correct, it was a pneumatic test.
 9 **Q. What was the reason for testing the 5500 against**
 10 **the Braun Syncro?**
 11 A. We were --
 12 MR. UELAND: I'm going to object to the
 13 mischaracterization of the documents. I think he
 14 just said it was a pneumatic test.
 15 MR. LIANG:
 16 **Q. Let's go back to this. Were you trying to compare**
 17 **the 5500 to the Braun Syncro?**
 18 A. No, that was not the objective of the test.
 19 **Q. All right. What is the objective of this test?**
 20 A. The objective of the test was to measure the new
 21 product concepts and compare, contrast them to
 22 scores of benchmark items such as our foil cleaning
 23 system, Braun Syncro. There were other products
 24 that were established as benchmarks as well.
 25 **Q. The MicroScreen 5500, has that come on the market**

Page 57

15 (Pages 54 to 57)

CONFIDENTIAL - ATTORNEYS' EYES ONLY

now?

A. Yes.

Q. Just a month ago; is that right?

A. No.

Q. Oh. When was this? This was last August.

A. This is our foil cleaning system which launched last year.

Q. This has a self-cleaning system; right?

A. Correct.

Q. Here on the second page, 539, it says top likes.

Is it your recollection that self-cleaning scored very highly in this test?

A. I believe that it's reflected here on the scores that it was a 48 percent of a top like.

Q. And turning now to Braun Syncro page, which is 12540, again isn't that true that the self-cleaning scored 64 percent as a top likes?

A. It actually looks like for Syncro that the top likes was even -- self-cleaning was even higher on the Syncro which I believe was -- was, yes, even significantly higher than the second like which was rechargeability.

Q. You said that report was drafted sometime fall of '04?

Page 58

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. After the September 2004 findings, yes.

Q. Do you know when the testing was done, the consumer testing?

A. This was fielded in August 2004.

Q. I'm going to hand you Exhibit 39 which says marketing plan 2003. Have you seen this document before?

A. I have.

Q. When for the first time?

A. Spring of 2004 when I had started working on the men's shaving business.

Q. This marketing plan 2003, was this a document produced by Remington when it -- before it joined Rayovac?

A. Yes.

Q. Could I ask you a question?

A. Sure.

Q. Now the first page of this document, which is 12412, under B, products, it says we must launch a new high-end foil and rotary shaver with cleaning system. Do you see that?

A. I do see that.

Q. Do you know why that was such a big -- why that line was written?

Page 59

CONFIDENTIAL - ATTORNEYS' EYES ONLY

A. I believe that that was related to the strong consumer concept scores that shavers with a cleaning system had scored.

Q. The next page which is R12413. Do you see that?

A. Mm-hmm.

Q. Close to the bottom it says cleaning system, the cleaning concept is a winning idea based on the following reasons and it goes on to list some reasons.

A. Mm-hmm.

Q. Do you see that?

A. I do.

Q. So the next one, the first little bullet point says in-market results, the Syncro cleaning system continued to grow. Do you see that?

A. I do.

Q. Why was that an important point?

A. Again I believe that the management at the time was looking at the concept scores for the products as well as the end market results and it was -- the cleaning systems were looked at as delivering the core category benefits in consumer's minds of convenient, closeness and comfort. That in order to enter a -- the higher end price points and a

Page 60

CONFIDENTIAL - ATTORNEYS' EYES ONLY

growing segment, that that's where we were characterizing this as a growing segment.

Q. If you could turn to R12417, just a few pages into the document.

A. R twelve?

Q. Four one seven.

A. Four one seven.

Q. Under bullet -- under one and just above two there's a final bullet point in one. It says cleaning/charging base with improved performance versus Braun shorter running time and spill-proof base. Do you see that?

A. Mm-hmm, I do.

Q. Is that a target goal that's written down there?

A. That was a target goal at the time I believe, yes.

Q. Had that been achieved at the time when you came on board which was spring 2004?

A. I don't believe so.

Q. Has it been achieved today?

A. Not that I'm aware of.

Q. I'm going to hand you Exhibit 41. Have you seen this document before?

A. I have.

Q. Again, when for the first time?

Page 61

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 A. Spring of 2004 when I came into the business.

2 Q. Did you review this document in preparation for
3 your deposition?

4 A. I did.

5 Q. And the exhibit we just looked at before, which is
6 Exhibit 39, did you review that yesterday in
7 preparation for this deposition?

8 A. I did.

9 Q. The first page of this document, which is R12430.
10 So this -- the bullet point second to the end says
11 Braun has been able to continue their share growth
12 driven by the continued success of their high-end
13 Syncro line. Do you see that?

14 A. I do.

15 Q. Why was Braun's product so successful?

16 MR. UELAND: Object to the form.

17 MR. LIANG:

18 Q. That is, why is, you know, is Braun Syncro products
19 so successful?

20 MR. UELAND: Object to the form. Do you
21 want him to guess? I mean, I guess lack of
22 foundation, scope.

23 MR. LIANG: Well, he has done marketing
24 studies on more than just his cleaners so perhaps
25

Page 62

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 A. I did.

2 Q. Now turning to Exhibit 35, which is also called
3 men's shaving marketing plan, have you seen this
4 document before?

5 A. I have.

6 Q. Did you produce that document?

7 A. I did.

8 Q. And did you review it yesterday in preparation for
9 this deposition?

10 A. I did.

11 Q. What is the difference between these two documents?

12 A. Exhibit 25 is intended to be a much more robust and
13 detailed version of a marketing plan for fiscal
14 2005. Exhibit 35 is intended to be more of a
15 management summary for senior management and
16 presentation of these plans.

17 Q. If you could turn -- Let's go with 35. If you
18 could turn to page 11, which also is marked 2826.

19 A. Okay. Okay.

20 Q. Why is Braun considered the technology leader?

21 A. They're not necessarily considered the technology
22 leader. That's the positioning we characterized
23 for the Braun brand.

24 Q. Why is that?

Page 64

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 he knows something about that. That's really what
2 I'm asking.

3 MR. UELAND: I don't think you laid the
4 foundation to ask him those questions yet.

5 MR. LIANG:

6 Q. Well, if you can answer.

7 A. I believe that Braun at this time was
8 experienced -- experiencing success with their
9 Syncro line driven by their advertising investment,
10 their distribution and the scores -- the strong
11 concept of a cleaning system with the Syncro
12 shaver.

13 Q. Handing you what's been previously marked as
14 Exhibit 25. I'm also going to hand you what's been
15 previously marked as Exhibit 35.

16 First let's look at 25, Exhibit 25. Have
17 you seen this document before?

18 A. I have.

19 Q. Who produced this document?

20 A. I did.

21 Q. You did. When was this produced?

22 A. In September of 2004.

23 Q. When was the -- Did you review this document in
24 preparation for this deposition yesterday?
25

Page 63

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 A. Because that's how we interpret the way that
2 they're positioning their products and brand.

3 Q. Norelco says the market leader, then it says
4 declining share despite strong advertising support
5 due to failed product concepts. Why is Norelco
6 declining?

7 A. There are a number of factors at play. The
8 introduction and growth of Remington rotaries and
9 our success in that segment dating back to probably
10 the late '90s helped to help us to gain share
11 probably at their expense. They had launched a
12 couple of product concepts that involved a lotion
13 dispensing shaver which just hadn't caught on in
14 North America. They were successful in Europe but
15 weren't successful here and so their volume had
16 suffered and was just continuing to decline at the
17 time.

18 Q. If you could turn to 2838, please.

19 A. Okay.

20 Q. So this is a page entitled 2005 new products. The
21 R-9400 cleaning system here, it says April '05?

22 A. Mm-hmm.

23 Q. Was that launched in April '05?

24 A. No.
25

Page 65

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **Q. Has it been launched at all?**
3 A. No.
4 **Q. The MS-2 line says August '05. That was launched**
5 **about a month ago; is that right?**
6 A. Correct.
7 **Q. What about the R-900 line? It says August '05**
8 **here. Has that been launched to date?**
9 A. The R-9000.
10 **Q. 9000, I'm sorry.**
11 A. That is launching in August of '05.
12 **Q. Does that have a cleaning system?**
13 A. That does not.
14 **Q. And then the MS-5000 line says August '05?**
15 A. Mm-hmm.
16 **Q. Was that launched in August '05?**
17 A. It will.
18 **Q. Does that have a cleaning system?**
19 A. We took the -- essentially the shaver from our foil
20 cleaning system line that had innovative product
21 features that competition doesn't have like a pop
22 up mini foil beard lifting fins and a reserve
23 battery tank, and we're actually taking the shaver
24 and offering it without the cleaning system at
25 those price points.

Page 66

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 think that there's risk that they may take some of
3 our volume within that segment on the rotary
4 cleaning system.
5 **Q. Has the cleaning system segment in the marketplace**
6 **grown over the last couple of years?**
7 A. Yes.
8 **Q. By how much?**
9 A. Last year it grew on a dollar basis by over 30
10 percent.
11 **Q. What about since 2001, has it grown incrementally?**
12 A. Yes.
13 **Q. By how much?**
14 A. I don't know.
15 **Q. Could we now turn to 25, please, Exhibit 25. This**
16 **is the big document.**
17 MR. UELAND: As opposed to all the little
18 documents you've been showing him today.
19 MR. LIANG: You produced these.
20 MR. UELAND: Sorry?
21 MR. LIANG: You produced these.
22 **Q. If you could turn to 13790, please.**
23 MR. UELAND: A lot of jumping around.
24 MR. LIANG:
25 **Q. Is this the same as the one that we looked at**

Page 68

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **Q. If you could turn to 2856, which is also page 41 of**
3 **this document, please.**
4 A. Okay.
5 **Q. Under risks on the second to the bottom bullet**
6 **point it says Norelco foil and/or cleaning base**
7 **entry. Do you see that?**
8 A. I do.
9 **Q. Has Norelco entered with a foil dry shaver to the**
10 **marketplace yet?**
11 A. With a women's foil shaver, yes, but not within the
12 men's shaving category.
13 **Q. And we had discussed before they don't have a**
14 **cleaning system at all?**
15 A. They're launching a cleaning system essentially
16 right now.
17 **Q. Have you done any marketing analysis on their**
18 **launch of the new cleaning system and how it would**
19 **impact on your systems?**
20 A. Yes.
21 **Q. Do you expect that they will take away sales from**
22 **your current products with the cleaning system?**
23 A. We expect that they will take care of the cleaning
24 system segment. We expect the clean system
25 segments to grow incrementally but ultimately we do

Page 67

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **before or is this a different chart? It says men's**
3 **foil 9-2-2004.**
4 A. What are you referring to?
5 **Q. Well, let's just look at this -- this page.**
6 A. Okay.
7 **Q. What is this page about?**
8 A. This page is our men's foil product development
9 pipeline as it stood in two -- September 2004.
10 **Q. We looked at a similar pipeline page just a while**
11 **ago.**
12 A. Mm-hmm.
13 **Q. Let's not go to that but let's just say -- Let me**
14 **ask you, where is the air cleaning system in this**
15 **chart?**
16 A. It's not specifically mentioned, however, within
17 the new evolutionary concepts in 2006, that was one
18 that was being considered as a number of different
19 concepts in that consideration set.
20 **Q. Turning to the next page which is 13790. What is**
21 **this page about?**
22 A. This is the men's rotary product development
23 pipeline as it stood in September 2004.
24 **Q. And is the air cleaning system also in the new**
25 **evolutionary concept in '06?**

Page 69

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 A. It was one that was being considered within that
3 bucket, yes.
4 **Q. If you could turn to R13796.**
5 A. Okay.
6 **Q. This is the R-9400. This seems to have an expected**
7 **launch date of April '05; correct?**
8 A. Yes.
9 **Q. Did that launch?**
10 A. No.
11 MR. UELAND: Objection, asked and
12 answered.
13 MR. LIANG:
14 **Q. Did that have a cleaning system?**
15 A. Yes.
16 **Q. Now we go to R13813.**
17 A. I'm sorry, which number?
18 **Q. I'm sorry. R13813.**
19 A. Okay.
20 **Q. Under risks, the second bullet point says Braun**
21 **cleaning base patents. Do you see that?**
22 A. I do.
23 **Q. It says 8.0, that's 8.0 -- \$8 million; is that**
24 **right?**
25 A. That represents \$8 million of sales volume, yes.

Page 70

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **Q. Why do you put \$8 million number in that -- under**
3 **that risk category?**
4 A. It was a broad based estimate at what the impact
5 of -- of a product injunction might be on the
6 fiscal year sales.
7 **Q. Fiscal year, which fiscal year is that?**
8 A. 2005.
9 **Q. Has there been analysis on the Braun cleaning base**
10 **patent injunction on your product for another**
11 **fiscal year let's say 2006?**
12 MR. UELAND: Hold on a second. Can you
13 just repeat the question. I just want to -- Just
14 repeat the question so I understand.
15 MR. LIANG: Can you read it back because
16 I don't remember.
17 (The requested portion was read back.)
18 MR. UELAND: Well, now I'm just gonna
19 object and caution the witness that to the extent
20 that any such analysis or any communications
21 between you and an attorney resulted in an analysis
22 like the one that you're being asked about, I
23 instruct you not to answer.
24 MR. LIANG: That's fair as long as that's
25 the case.

Page 71

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 A. I guess I'll defer to my counsel's advice.
3 **Q. If you could go to the next page, R13814. It says**
4 **open issues and the very bottom bullet point it**
5 **says Braun cleaning system patent contingencies.**
6 **Do you see that?**
7 A. I do.
8 **Q. So what is that about?**
9 A. Again --
10 MR. UELAND: Hold on a second. Again
11 it's the same objection, same instruction, just to
12 the extent if it's informed advice from counsel or
13 conversation with counsel, then I instruct you not
14 to answer. If it's wholly apart from conversations
15 with attorneys and it's a business planning, then
16 you can answer the question. I mean, if you want,
17 we can confer on an issue of privilege just alone.
18 MR. LIANG: Sure. Sure.
19 MR. UELAND: Okay. Can we go off the
20 record?
21 (Off the record.)
22 MR. UELAND: Okay. Back on.
23 MR. LIANG: Could you read the question
24 back.
25 (The requested portion was read back.)

Page 72

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 A. I do see that.
3 **Q. So what is the patent contingencies about?**
4 A. Could you be a little bit more specific?
5 **Q. Well, you wrote this and you say that there's some**
6 **contingencies here. What -- what is that? You**
7 **know, can you tell me more about what you're saying**
8 **here?**
9 MR. UELAND: Object to form.
10 THE WITNESS: Would you like to know
11 something specific about that?
12 MR. LIANG:
13 **Q. Are you developing contingencies for if you get**
14 **enjoined by the Braun patent cleaning system**
15 **patent?**
16 MR. UELAND: Object to the form.
17 THE WITNESS: Were we at the time?
18 MR. LIANG: Right.
19 A. At the time this was written develop contingencies.
20 Yes, there was -- it was a business decision and a
21 business discussion related to the potential risk
22 of being enjoined at holiday, and so this bullet
23 refers to the fact that we needed to develop
24 contingency plans if that were to occur.
25 **Q. And the holiday is Christmas?**

Page 73

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 A. Yes.
3 **Q. Of 2004?**
4 A. Correct.
5 **Q. What were those contingency plans?**
6 A. They related to options that we would have to
7 replace the products if they were, worse case,
8 enjoined, replace the enjoined product with non-
9 enjoined product.
10 **Q. Another cleaning system; is that right?**
11 A. Not necessarily.
12 **Q. So it would be the shaver without a cleaning**
13 **system?**
14 A. That was one potential contingency, yes.
15 **Q. Was a shaver with a different cleaning system**
16 **another contingency at that time?**
17 A. It was something that was considered.
18 **Q. But that never happened; is that right?**
19 A. Correct.
20 **Q. Neither -- none of the contingency plans went into**
21 **effect; is that correct?**
22 A. That's correct.
23 **Q. When you say you had a contingency plan which**
24 **involved a different cleaning system, what was the**
25 **different cleaning system?**

Page 74

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 A. At the time it was considering the air cleaning
3 system.
4 **Q. And by Christmas '05 would it have been ready?**
5 A. Christmas '05?
6 **Q. I'm sorry, Christmas '04 is what we're talking**
7 **about; right?**
8 A. At the time this was written in September of '04,
9 that would not have been feasible.
10 **Q. R13866, if you could turn to that.**
11 A. Eight six six?
12 **Q. Eight six six. In the middle of that page it says**
13 **strategy, launch new technology into high end and**
14 **then cascade it down as time progresses. Do you**
15 **see that?**
16 A. I do.
17 **Q. Do you know what new technology in the high end is**
18 **being described here?**
19 A. It's a generalization of a strategy that -- that
20 involves innovative new features and benefits
21 related to the shavers, not related to a specific
22 new technology.
23 **Q. It's sort of a goal, a general goal; would that be**
24 **accurate?**
25 A. It's not a goal, no, it's a strategy.

Page 75

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 **Q. Okay.**
3 MR. LIANG: You want to take a break or
4 we're okay?
5 MR. UELAND: I can keep going if you can
6 keep going.
7 MR. LIANG:
8 **Q. This is -- handing you Exhibit 38. Have you seen**
9 **this document before?**
10 A. I have.
11 **Q. Did you produce this?**
12 A. I did.
13 **Q. And this was produced in year November 2004?**
14 A. Correct.
15 **Q. Did you review this document yesterday in**
16 **preparation for this deposition?**
17 A. I believe so, yes.
18 **Q. Here it says men's shaving, national sales meeting.**
19 **What national sales meeting is that referring to?**
20 A. It was referring to a retail sales meeting that we
21 had all of our sales -- field sales
22 representatives, employees at our national
23 headquarters in November.
24 **Q. This was an internal meeting?**
25 A. Correct. Rayovac internal meeting.

Page 76

CONFIDENTIAL - ATTORNEYS' EYES ONLY

- 1
2 **Q. If you could go to R13618, please.**
3 A. R13618?
4 **Q. Six one eight.**
5 A. Okay.
6 **Q. This page is entitled plan overview. What is this**
7 **plan?**
8 A. This is intended to be a marketing plan overview
9 which includes everything from media to new product
10 launches and PR and promotions.
11 **Q. Is the -- is the air cleaner mentioned in here at**
12 **all?**
13 A. Nope.
14 **Q. This is Exhibit 28 I'm handing you. Have you seen**
15 **this document before?**
16 A. I have.
17 **Q. Did you produce it?**
18 A. I did.
19 **Q. Did you produce it in the year September 2004?**
20 A. I did.
21 **Q. When -- did you review this yesterday in**
22 **preparation for this deposition?**
23 A. I don't recall.
24 **Q. If you could turn to R13436, please.**
25 MR. UELAND: You said 36?

Page 77

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 MR. LIANG: Yeah. 13436.

3 **Q. It says overall foil sales declining in recent**
4 **period, Braun posting strong growth. The overall**
5 **foil sales declining, is that for the industry**
6 **segment that you mentioned here?**

7 A. What this represents is NPD Houseworld reporting
8 market exclusions, which excludes Wal-Mart, and the
9 period ending June 2004 and what it characterizes
10 is sales growth as a percentage of change versus
11 prior year.

12 **Q. So the -- this is for foil only; is that right?**

13 A. This is for foil, yes.

14 **Q. Right. R E M, is that Remington?**

15 A. Yes, it is.

16 **Q. So the Remington foil volume has decreased in -- in**
17 **this period of time?**

18 A. At the time the sales declines are listed here
19 under both the units and the dollar declines, yep,
20 on six and twelve months basis.

21 **Q. And that was -- the report, was that also for 2004,**
22 **the year 2004?**

23 A. The report?

24 **Q. Yeah, this NPD -- NPD study, was that done for**
25 **2004?**

Page 78

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 MR. UELAND: Object to the form.

3 THE WITNESS: Can you ask it a little bit
4 more specifically?

5 MR. LIANG:

6 **Q. Braun has posted strong both during this period of**
7 **time which is what you say right here.**

8 A. Mm-hmm.

9 **Q. Why is that?**

10 A. There were a number of factors that contributed to
11 that. As we reduced -- as Remington produced their
12 phasing of foil shavers and shifted more space
13 allocation to rotary, Braun was the benefactor
14 of -- of some of that foil share gain.

15 **Q. Does the fact that Braun has a cleaning system have**
16 **any impact on their growth in this period of time?**

17 A. This chart does not reflect which segments of the
18 Braun product line were growing or not.

19 **Q. If you could turn to the next page, which is 13437,**
20 **please.**

21 A. Okay.

22 **Q. It says on top Braun capturing foil share lost by**
23 **all other in quotes. Do you see that?**

24 A. Yes, I do.

25 **Q. Who are all other?**

Page 80

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 MR. UELAND: Object to the form.

3 THE WITNESS: The -- this is period
4 ending June 2004.

5 MR. LIANG:

6 **Q. I -- Oh, I see. So six months prior to that,**
7 **twelve months is one year?**

8 A. Correct.

9 **Q. And during that same period of time Braun has**
10 **posted strong gains, is that right, for their foil**
11 **shavers?**

12 MR. UELAND: You're asking him that's
13 what that says there?

14 MR. LIANG: Yes.

15 A. That's what that says, yes.

16 **Q. How come the Remington foil shavers were declining**
17 **during that period of time?**

18 A. At the time we had a number of foil shavers
19 de-listed at the key accounts. We had lost phasing
20 on our foil in favor of some of our rotary products
21 and so that was being reflected, the sort of the
22 shift from our foil business to rotary business was
23 being reflected in those market results.

24 **Q. Do you have -- is there any reason why Braun is**
25 **doing so well during this period of time?**

Page 79

1 CONFIDENTIAL - ATTORNEYS' EYES ONLY

2 A. Panasonic and Wahl.

3 **Q. I'm sorry?**

4 A. Panasonic and Wahl, W A H L. Those brands had
5 lost -- had also lost foil phasings at key accounts
6 which Braun had picked up at the time.

7 **Q. Could you turn to 13442, please.**

8 A. Yes.

9 **Q. On top of this is a Remington/Braun taking share**
10 **from Norelco and all others, in quotes, all others**
11 **in quotes. Do you see that?**

12 A. Yes, I do.

13 **Q. Who are all others again here?**

14 A. All others refer to other brands other than
15 Remington, Braun and Norelco. So it really
16 primarily referred to Panasonic and Wahl.

17 **Q. How come Remington and Braun were taking share from**
18 **Norelco and all others during this period of time**
19 **that this study was done?**

20 A. Number of factors at play. Everything from
21 strength of the marketing mix, creative,
22 advertising, pending distribution, promotion,
23 products, packaging, number of levers that are
24 involved in driving share gains.

25 **Q. If you could turn to 13462, please.**

Page 81

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 A. 13462?
3 **Q. Right. Actually my question has nothing to do with**
4 **this page. How come Norelco has not come out with**
5 **a cleaning system to date?**
6 MR. UELAND: Objection, complete lack of
7 foundation.
8 MR. LIANG:
9 **Q. If you know. Based on your marketing knowledge of**
10 **'em.**
11 A. I really don't know for sure.
12 **Q. That's fine.**
13 A. My conjecture -
14 **Q. No, I can live without it. Thanks. This is**
15 **Exhibit 56. Have you seen this document before?**
16 A. I have.
17 **Q. Did you produce this document?**
18 A. Kristin Branch produced this document with my
19 oversight.
20 **Q. Is Kristin somebody who reports to you?**
21 A. Yes.
22 **Q. When was this document prepared?**
23 A. February of 2005.
24 **Q. What is a San Diego pre-read?**
25 A. We had a national sales meeting, again internal

Page 82

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 **Do you see that?**
3 A. Yes.
4 **Q. It says ships July. Is that going to ship in July?**
5 **Are those going to ship in July?**
6 A. Yes.
7 **Q. Do those lines have cleaning systems?**
8 A. Again I -- I think I already answered this. We're
9 taking the shavers from the high-end cleaning
10 system with some modifications and cascading it
11 down to the mid-tier price points.
12 **Q. Right. And it does not have a cleaning system?**
13 A. Correct.
14 **Q. And the new R-9000 series it says shipped July?**
15 A. Correct.
16 **Q. That's a rotary line?**
17 A. Correct.
18 **Q. Does that have a cleaning system?**
19 A. No, it does not.
20 **Q. Is that going to launch -- is that going to ship in**
21 **July?**
22 A. Yes.
23 **Q. So that will come on the marketplace pretty soon**
24 **too?**
25 A. Yes.

Page 84

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 sales meeting, in San Diego in which we provided
3 those materials prior to that meeting so our sales
4 force could be familiar with the content.
5 **Q. If you could turn to R12843, please. You got that?**
6 A. Yeah.
7 **Q. It says new MSC-140 first year of May 1st?**
8 A. Yes.
9 **Q. What is MSC-140?**
10 A. It refers to a shaver.
11 **Q. And has it launched?**
12 A. It did.
13 **Q. When did it launch?**
14 A. It launched in May of 2005.
15 **Q. Is that different from the MS-2?**
16 A. Yes.
17 **Q. Does this MSC-140 have a cleaning system?**
18 A. No.
19 **Q. And the MS-2 line, that's -- we've discussed that**
20 **before. Could you refresh my recollection. That's**
21 **being launched or has already launched?**
22 A. That has launched.
23 **Q. That does not have a cleaning system either?**
24 A. Correct.
25 **Q. The MS-5100 and MS-5200 it says replaces MS-3 line.**

Page 83

CONFIDENTIAL - ATTORNEYS' EYES ONLY

1
2 MR. LIANG: You know, I don't have any
3 more questions, Kevin.
4 MR. UELAND: I'm just going to go off the
5 record and look at some materials but I don't think
6 I'll have anything either.
7 MR. LIANG: Okay. Take your time.
8 (Off the record.)
9 EXAMINATION
10 BY MR. UELAND: If we could go back on. You know,
11 I do just have a brief series of questions.
12 **Q. Early on Mr. Liang asked you questions about**
13 **location of the filter on the Remington devices.**
14 A. Right.
15 **Q. As they exist in the marketplace.**
16 A. Yes.
17 **Q. And I think you testified that the filter was**
18 **located on the top half of the cleaning system?**
19 A. That's correct.
20 **Q. Is that accurate?**
21 A. That is -- it's correct that I answered that way.
22 My answer was inaccurate.
23 **Q. Where is the filter located?**
24 A. The filter does sit down in the bottom part of the
25 base is accurate.

Page 85

CONFIDENTIAL - ATTORNEYS' EYES ONLY

MR. UELAND: I have nothing further.

MR. LIANG: I have no other questions.

(The deposition concluded at 11:15 a.m.)

Page 86

CONFIDENTIAL - ATTORNEYS' EYES ONLY

CERTIFICATE OF WITNESS

I have read the foregoing pages, _____ to _____, and the same is true and correct to the best of my knowledge and belief. I (have/have not) noted changes on an attached change sheet.

SEAN MARTIN

Notary Public in and for the

State of _____

Dated this _____ day of _____, 2005
at _____.

My commission expires _____, 20____.

Page 88

CONFIDENTIAL - ATTORNEYS' EYES ONLY
STATE OF WISCONSIN)
MILWAUKEE COUNTY)

I, Kari M. Flaherty, Registered Professional Reporter, associated with Eastwood-Stein Deposition Management, 400 East Wisconsin Avenue, Milwaukee, Wisconsin, do hereby certify that the witness was first duly sworn by myself, a Notary Public in and for the State of Wisconsin.

I further certify that the foregoing proceedings were reported by me and reduced to typewriting by computer-aided transcription under my supervision, and that the foregoing transcript is a true and correct transcript of my shorthand notes.

Dated at Milwaukee, Wisconsin, this _____ day of _____, 2005.

Kari M. Flaherty
Registered Professional Reporter
Notary Public, State of Wisconsin
My commission expires March 18, 2008.

Page 87

<p>A</p> <p>ability 5:11 able 6:9 62:12 about 3:25 7:12 8:2,13 9:11,17 14:15,16,17 18:18 22:18 26:6,7 26:11,16,18 27:16,24 27:25 33:8 35:9,13 36:16 37:12 38:11 39:17,23 41:3,24 43:13 45:14 46:15 47:2 49:10,21 53:13 53:22 54:8,19 56:21 63:2 66:5,7 68:11 69:7,21 71:22 72:8 73:3,7,11 75:7 85:12 above 61:9 Absolutely 47:21 54:10 accessories 10:9 accounts 79:19 81:5 accurate 29:2,25 31:22 43:20 48:9 75:24 85:20,25 accurately 6:10 achieved 36:2 61:17,20 acquiring 47:13,14 acquisition 10:4 across 33:5,14 action 1:5 3:12 actively 39:5 51:15,16 actual 36:13 actually 18:9,22 23:10 26:14 38:5 47:3 49:9 50:15 58:19 66:23 82:3 add 4:20 adding 41:22,24 42:19 45:14 addition 40:18 additional 32:6 address 3:9 adds 22:8 advanced 38:22 39:7,9 50:18,19 51:5,7 advancement 39:12 advertising 10:24 63:10 65:5 81:22 advice 72:2,12 affixed 45:18 after 22:22 36:3 41:13 41:13 59:2 afternoon 7:10 again 9:18 30:4 31:21 33:14 37:11 38:12 39:15,25 44:24 46:23 57:4 58:17 60:19</p>	<p>61:25 72:9,10 81:13 82:25 84:8 against 1:5 21:17,17 29:24 57:9 ago 28:19 58:4 66:5 69:11 ahead 12:10 37:10 aid 8:22,23 air 14:16 16:19,21,25 17:15 18:23 20:10,15 21:3,12 23:23 26:12 27:15,19,23 28:3,8 29:18,24 30:6,12,24 31:5,7,25 35:10 36:14 37:16 38:7,17 39:3 40:18 44:18 45:4 50:4,10,11,12 50:17,25 51:20 53:2 53:9 55:19 69:14,24 75:2 77:11 alkaline 9:8 allocation 80:13 allow 22:9 almost 40:3 alone 72:17 along 51:11 already 3:23 4:5 17:19 18:2,5 46:13 83:21 84:8 alterations 38:10 alternatives 31:10 amenable 4:8 amended 4:4 amending 4:4 America 52:3,3,6,7 53:7 65:15 American 51:22,23 Americas 2:4 analysis 11:3,4 20:9 32:6 48:23,25 49:11 67:17 71:9,20,21 and/or 4:6 67:6 announced 22:4 another 26:13 49:13 71:10 74:10,16 answer 5:10 6:9 13:4 14:3,6,6 19:11 20:18 26:20 37:10 44:2 45:11,12 63:7 71:23 72:14,16 85:22 answered 26:5 37:10 70:12 84:8 85:21 answers 5:13 anticipated 35:14,14 anybody 7:23 anything 5:14 14:25 33:2,3 85:6</p>	<p>anyway 33:4 anywhere 53:6 apart 72:14 appeal 51:20 appearance 53:20,22 appeared 2:4,7 5:4 appearing 5:7 application 17:9 appropriate 37:19 approval 24:6 April 65:22,24 70:7 area 26:21 areas 39:12 around 45:9 50:15 68:23 asked 13:9,15 26:4 37:9 70:11 71:22 85:12 asking 13:10 15:25 16:2 21:13 26:10,11 26:13 48:20 51:10 63:3 79:12 assigned 47:23 associated 87:6 association 11:20 attached 2:14 43:23 44:4,10,11 88:12 attended 8:4,7 attorney 14:4 71:21 attorneys 1:1 2:1 3:1 4:1 5:1 6:1 7:1 8:1 9:1 10:1 11:1 12:1 13:1 14:1 15:1 16:1 17:1 18:1 19:1 20:1 21:1 22:1 23:1 24:1 25:1 26:1 27:1 28:1 29:1 30:1 31:1 32:1 33:1 34:1 35:1 36:1 37:1 38:1 39:1 40:1 41:1 42:1 43:1 44:1 45:1 46:1 47:1 48:1 49:1 50:1 51:1 52:1 53:1 54:1 55:1 56:1 57:1 58:1 59:1 60:1 61:1 62:1 63:1 64:1 65:1 66:1 67:1 68:1 69:1 70:1 71:1 72:1 72:15 73:1 74:1 75:1 76:1 77:1 78:1 79:1 80:1 81:1 82:1 83:1 84:1 85:1 86:1 87:1 88:1 attorney-client 13:5 45:11 attributes 19:16 24:17 audible 5:13 August 29:13 58:6 59:5</p>	<p>66:4,7,11,14,16 Avenue 1:20 2:4 87:8 Avila 19:5 26:25 aware 27:19 40:22 42:21 47:8,10 48:3 61:21 away 20:11,16 67:21 a.m 1:13 86:4</p> <p>B</p> <p>B 2:8,11 59:20 bachelors 8:6 back 6:18 13:14,22,23 22:20 33:10,24 49:16 56:11,17 57:16 65:10 71:15,17 72:22,24,25 85:10 background 8:2 base 20:12,22 23:25 28:22 29:14 32:15 40:18,19 41:23,25 42:19 44:12 45:15 61:11,13 67:6 70:21 71:9 85:25 based 34:23 60:8 71:4 82:9 basic 5:6 basis 13:4 20:7 32:10 45:11 68:9 78:20 bates 27:21 batteries 9:8,9,20 battery 8:23 9:3,19 66:23 beard 66:22 become 47:10 before 5:2 7:2 10:12 15:13 27:6 34:2 37:12 46:25 47:8,14 49:7 56:2 59:8,14 61:23 62:6 63:18 64:5 67:13 69:2 76:9 77:15 82:15 83:20 behalf 2:4,7 being 15:15,18,21,25 16:2,7,10,13,21 17:19 18:24 24:15 29:17 36:8,11 37:6 39:5 41:10 42:2 45:2 45:15 50:2,3 69:18 70:2 71:22 73:22 75:18 79:21,23 83:21 belief 88:11 believability 19:14 believable 28:6 believe 17:16,21 23:9 23:11,22 30:25 31:22 31:23 34:17 35:25</p>	<p>42:7 44:15 50:5 53:18,23 55:11,16 56:7 58:14,21 60:2 60:19 61:16,19 63:8 76:17 below 38:9 benchmark 30:6 54:25 57:22 benchmarked 20:5 benchmarks 19:23 57:24 benefactor 80:13 benefits 19:16 60:23 75:20 best 5:11 88:10 between 8:14 30:19 49:13 64:12 71:21 beyond 52:7 big 59:24 68:16 bit 73:4 80:3 blast 18:23 Bloomington 8:12 board 61:18 both 20:23 21:2 34:23 41:19 51:2,14,16 54:22 78:19 80:6 bottom 27:22 37:17 60:7 67:5 72:4 85:24 box 20:7 32:21 39:3 boxes 19:20 32:16 bracket 41:19 42:13,24 bracketing 41:15,17 branch 8:13 82:18 brand 8:22 9:3,8,12,15 22:12 64:24 65:3 brands 3:16,20,21 4:15 81:4,14 Braun 1:3 3:12,13 20:6 21:22 47:8,24 48:11 49:12 54:6,7 57:3,7 57:10,17,23 58:16 61:12 62:12,19 63:8 64:21,24 70:20 71:9 72:5 73:14 78:4 79:9 79:24 80:6,13,15,18 80:22 81:6,15,17 Braun's 45:9 47:2,10 62:16 break 5:25 6:2 33:21 76:3 brief 85:11 briefly 4:2 broad 35:22 71:4 broadly 21:21 brought 26:7 bucket 70:3 bullet 60:14 61:9,10</p>
---	--	--	---	--

62:11 67:5 70:20 72:4 73:22 business 8:5,23,23 9:4 9:13,19,19,25 10:15 11:3,4 17:17 20:24 46:11,20 47:16 59:12 62:2 72:15 73:20,21 79:22,22 businesses 11:2 buy 22:10	75:6 circle 32:17 Civil 1:5 clarify 44:3 48:5 clean 14:18 41:12 67:24 cleaner 15:11 16:8,10 27:15 28:9 30:12 41:16 50:12 77:11 cleaners 62:25 cleaning 14:16 15:15 16:7,18,19,21,25 17:11,15 20:4,6,10 20:11,12,15,16,21 21:2,12,23,25 22:5,6 22:8,16 23:4 25:8,14 25:14 26:12 27:23 28:4,8,22 29:10,14 29:18,19,24,24 30:6 30:8,10,24 31:5,8,25 35:10 37:17,23 38:6 38:7,17 39:4 40:18 40:21,23 41:4,5,14 42:9 43:24 44:6,19 45:8 46:3,8,10,12,16 46:18 47:3,8,10,15 47:15 48:16 50:4,10 50:11,17 51:2,14,20 53:2,9 55:10,19 57:22 58:7 59:21 60:4,7,8,15,22 63:12 65:22 66:12,18,20,24 67:6,14,15,18,22,23 68:4,5 69:14,24 70:14,21 71:9 72:5 73:14 74:10,12,15,24 74:25 75:2 80:15 82:5 83:17,23 84:7,9 84:12,18 85:18 cleaning/charging 61:11 clear 3:15 25:11 54:13 close 22:24 23:22 53:21 60:7 closeness 19:17 60:24 college 8:3,10 color 24:19 combination 31:12 combining 42:22 come 17:18 31:6 57:25 79:16 81:17 82:4,4 84:23 comfort 19:17 60:24 comfortable 4:7 comment 39:4 50:20 comments 38:9 commercial 40:4	commercialization 46:12,24 commission 87:25 88:24 communicated 12:4 communications 71:20 company 4:11 8:11 47:5 compare 57:16,21 compared 30:7,7 49:3 compete 21:17 competing 21:16 22:14 competition 66:21 competitive 14:23 21:21 22:17 competitor 22:7 competitors 21:11 complete 10:5 25:23,25 37:13 39:6,11 46:24 51:8 82:6 completed 26:3,19 37:8 39:9,13,17,19,23 42:5,14,20 completely 50:23 components 40:4 41:10 compress 36:14 compressor 36:13 37:6 37:21 38:12 39:20,25 40:6,11,15 52:10,11 52:13,14,16 computer-aided 87:14 concentration 8:8 concept 2:13 17:5 18:10,11,14 22:18,20 22:22 27:5,14,15,18 28:3,4,8 29:18,21,22 30:8,23 36:2 39:5,6 46:2 50:11,14 52:2 53:9,25 56:22,24,25 57:2,3 60:3,8,20 63:12 69:25 concepts 30:4 50:2,7 57:21 65:6,13 69:17 69:19 concern 24:5,8 concluded 86:4 conducted 50:14 56:23 confer 72:17 CONFIDENTIAL 1:1 2:1 3:1 4:1 5:1 6:1 7:1 8:1 9:1 10:1 11:1 12:1 13:1 14:1 15:1 16:1 17:1 18:1 19:1 20:1 21:1 22:1 23:1 24:1 25:1 26:1 27:1 28:1 29:1 30:1 31:1 32:1 33:1 34:1 35:1	36:1 37:1 38:1 39:1 40:1 41:1 42:1 43:1 44:1 45:1 46:1 47:1 48:1 49:1 50:1 51:1 52:1 53:1 54:1 55:1 56:1 57:1 58:1 59:1 60:1 61:1 62:1 63:1 64:1 65:1 66:1 67:1 68:1 69:1 70:1 71:1 72:1 73:1 74:1 75:1 76:1 77:1 78:1 79:1 80:1 81:1 82:1 83:1 84:1 85:1 86:1 87:1 88:1 configuration 38:10 39:8,17 conjecture 82:13 consensus 35:17 consider 22:7,17 45:7 consideration 20:14,19 20:20 21:9 24:7 41:3 69:19 considered 18:24 36:9 40:23 41:6,14,22 43:22 44:13,15,18 45:16 50:3 55:20 64:21,22 69:18 70:2 74:17 considering 40:20 42:25 52:14 75:2 consistent 37:11 consulted 48:15 consumer 18:4,9,11,17 19:8 20:2 23:6,12,18 27:14 38:8 46:6 51:21 53:23,25 54:23 56:22 57:5 59:3 60:3 consumers 17:5 22:12 28:3 30:3,15 51:23 51:24 57:5 consumer's 60:23 contact 41:18 content 83:4 contents 14:13 contingencies 72:5 73:3,6,13,19 contingency 73:24 74:5 74:14,16,20,23 continue 62:12 continued 22:19 60:16 62:13 continuing 65:17 contrast 57:21 contributed 80:10 convenience 5:21 53:18 convenient 60:24 conversation 72:13	conversations 3:25 72:14 core 19:16 60:23 corner 28:24 CORPORATION 1:6 correct 3:17,18 8:18 10:14,14,18 11:12,13 12:9,11,21 14:23 15:16,17,20 17:13 18:19 27:20 29:13,16 30:14 31:17 32:3 34:12 37:7 43:15 44:8 47:17 51:4,18 51:25 53:10 57:8 58:10 66:6 70:7 74:4 74:19,21,22 76:14,25 79:8 83:24 84:13,15 84:17 85:19,21 87:16 88:10 cosmetics 24:19 cost 37:15,18,22,25 38:4,6 41:7,15,20 44:25 54:22 counsel 72:12,13 counsel's 72:2 country 53:12 COUNTY 87:3 couple 36:8 65:13 68:6 course 5:11 court 1:1,18 5:4,8,14 6:21 cover 41:22,24 42:19 45:14,15,21,21,23 CO2 2:13 15:11,15 16:7,18,22 17:9,12 21:18 24:5 36:17,18 37:3,8 40:10 55:10 creative 81:21 current 10:19 14:17,19 20:4,11,21 29:10 37:23 41:4 42:6,23 43:3 44:19 45:8 46:3 46:8 53:11,16,16 67:22 currently 11:9 22:3 25:8 28:13,23 38:5 44:9 50:17 52:20 cutting 22:13 CV 1:5
C				
C 2:3,8 called 3:2 36:13 64:3 came 18:7 61:17 62:2 cannibalize 20:22 caption 4:4 capturing 80:22 care 67:23 cartridge 17:12 24:5 24:21 36:17,18 37:4 37:5,8,24,25 38:3,15 39:22 40:2,10 52:15 52:18 cartridges 17:10 cascade 75:14 cascading 84:10 case 7:17 11:21 15:6 71:25 74:7 category 9:19 19:16 60:23 67:12 71:3 caught 65:14 caution 71:19 cell 30:20 certain 41:10 44:17 certainly 4:8 CERTIFICATE 88:2 certify 87:9,12 change 3:19 4:5 16:4 78:10 88:12 changed 3:23 changes 46:5 88:12 changing 44:13 characterization 30:2 characterize 54:21 characterized 64:23 characterizes 78:9 characterizing 61:3 charge 9:24 10:20 40:24 charging 41:18 chart 35:25 55:10,12 69:2,15 80:17 Chasen 19:7 Chicago 2:6 chosen 25:7 Christmas 73:25 75:4,5				
D				
D 2:3 38:22,24 Dalila 3:25 date 1:11 12:13 28:25 29:2 66:8 70:7 82:5 Dated 87:18 88:21 dating 65:10				

<p>day 87:19 88:21 Deb 34:17,19,20,20 decide 17:14 decided 36:12 decision 21:5,7 31:15 31:18 42:3 73:20 decisions 25:10 decline 65:17 declines 78:18,19 declining 65:5,7 78:3,5 79:16 decreased 78:16 Defendant 1:7 2:7 defer 39:18 72:2 define 21:20 defined 24:20 definitely 19:21 degree 8:6 delivered 18:23 delivering 60:22 delivery 23:24 24:21 demonstrated 40:14 department 16:24 32:8 depending 31:13 deposed 5:2 deposition 1:10,19 2:12 5:7,10 6:25 7:9,14,24 12:23 62:4,8 63:25 64:10 76:16 77:22 86:4 87:7 describe 8:9 10:19 27:25 46:7 described 75:18 DESCRIPTION 2:12 design 23:4 24:19,21 25:23 26:7,18,23 31:13 36:13,16 37:2 38:14 42:5,13,19 45:4,9,19,20 46:15 49:2 50:18,25 51:5 designed 18:25 50:15 designing 18:25 24:3 50:25 despite 65:5 detailed 64:14 determine 32:11 determined 35:16 develop 17:14 22:19 73:19,23 developed 15:15,18,21 15:25 16:3,7,10,13 16:22 17:20 22:19 37:6 39:5 developing 10:16 11:3 36:3 37:2 46:7 73:13 development 10:23 14:16 16:25 17:6</p>	<p>18:20 22:23,25 23:21 26:12 36:6,10 37:8 37:12 38:13 39:7,13 39:24 46:9,23 47:2 50:3 69:8,22 developments 39:9 device 44:19 devices 85:13 de-listed 79:19 Diego 82:24 83:2 difference 64:12 different 13:11 18:24 19:15,18 69:2,18 74:15,24,25 83:15 difficult 55:16 direct 11:10 directly 17:6 22:15 director 9:24 discuss 13:19 14:11,12 49:10 discussed 14:25 67:13 83:19 discussion 73:21 dispensing 65:14 distinction 4:16,18 distinguishing 26:9 49:13 distribution 63:11 81:22 DISTRICT 1:1,2 divisional 11:6 document 7:2 15:10,13 23:23 27:4,6,8,10 32:14,22,24 33:4,13 33:19 34:2,6,8,13,25 35:6 47:22 54:11 56:2,6,9,12,13,15,21 56:22 59:7,13,19 61:5,23 62:3,10 63:18,20,24 64:5,7 67:3 68:16 76:9,15 77:15 82:15,17,18,22 documents 7:13,16,17 7:20 13:17,19 14:9 14:11,12,13 57:13 64:12 68:18 doing 33:2 79:25 dollar 68:9 78:19 done 18:4,11,15,16 20:9 22:22 23:6,9 26:2,16 27:23 29:3 30:23 31:2 36:6 50:12 52:2,5,5,7 53:5 53:5 59:3 62:24 67:17 78:24 81:19 down 24:18,22 35:9 44:11 52:21 61:15</p>	<p>75:14 84:11 85:24 Doyle 11:6 drafted 58:24 Drive 2:6 driven 62:13 63:10 driving 81:24 dry 15:18 16:8,10 22:9 41:13 47:15 67:9 drying 44:18,19 45:4 due 65:6 duly 3:3 87:9 during 48:13 79:9,17 79:25 80:6 81:18 duties 8:19 10:19</p> <hr/> <p style="text-align: center;">E</p> <hr/> <p>E 2:3,3,8,11 53:3 78:14 each 12:18,20,21 30:16 earlier 36:17 52:15 early 23:9 24:13 31:24 85:12 East 1:20 2:6 87:7 Eastwood-Stein 1:19 87:7 educational 8:2 effect 74:21 efficacy 23:5 eight 8:25 9:11 75:11 75:12 77:4 eighteen 9:17,22 either 46:9 83:23 85:6 electric 2:13 27:5 eliminate 41:19 42:24 eliminating 42:13 ELLIS 2:6 elsewhere 41:18 em 6:5 82:10 employees 76:22 employment 8:9 end 60:21,25 62:11 75:13,17 ending 28:25 31:21 78:9 79:4 engineering 19:3 24:2 engineers 19:6 enjoined 73:14,22 74:8 74:8,9 enough 4:25 enter 60:25 entered 67:9 entering 46:11 entitled 15:10 54:4 55:7 65:21 77:6 entry 67:7 essentially 46:5,24 66:19 67:15</p>	<p>established 19:23 57:24 estimate 12:15 30:18 71:4 estimates 38:3 Eureka 8:11 Europe 52:6,7 53:4,5 65:15 EUR/ROW 53:12 evaluate 19:20,22 evaluating 17:7,9 even 46:23 47:12 54:24 58:20,20,21 ever 5:2,4 6:20 15:3 41:22 everything 10:23 77:9 81:20 evolutionary 49:22 69:17,25 exact 12:13 exactly 48:20 EXAM 2:9 EXAMINATION 3:5 85:9 examined 3:3 example 19:19 except 5:8 55:15 excludes 78:8 exclusions 78:8 execution 40:13 exhibit 2:12,16 6:14,17 6:24 15:8,10 27:2 32:5,20 33:17,25 47:18 49:5,16 55:24 56:21 59:6 61:22 62:6,7 63:15,16,17 64:3,13,15 68:15 76:8 77:14 82:15 Exhibits 2:14,16 exist 85:15 existing 31:6,12 expect 52:18 67:21,23 67:24 expectation 52:11 expected 31:5 35:13 70:6 expense 65:12 experienced 63:9 experiencing 63:9 expert 15:5 expertise 26:21 expires 87:25 88:24 explained 18:13 32:9 extent 71:19 72:12 external 44:10 EYES 1:1 2:1 3:1 4:1 5:1 6:1 7:1 8:1 9:1</p>	<p>10:1 11:1 12:1 13:1 14:1 15:1 16:1 17:1 18:1 19:1 20:1 21:1 22:1 23:1 24:1 25:1 26:1 27:1 28:1 29:1 30:1 31:1 32:1 33:1 34:1 35:1 36:1 37:1 38:1 39:1 40:1 41:1 42:1 43:1 44:1 45:1 46:1 47:1 48:1 49:1 50:1 51:1 52:1 53:1 54:1 55:1 56:1 57:1 58:1 59:1 60:1 61:1 62:1 63:1 64:1 65:1 66:1 67:1 68:1 69:1 70:1 71:1 72:1 73:1 74:1 75:1 76:1 77:1 78:1 79:1 80:1 81:1 82:1 83:1 84:1 85:1 86:1 87:1 88:1 e-mail 12:4</p> <hr/> <p style="text-align: center;">F</p> <hr/> <p>F 2:8 face 32:25 33:4 fact 32:10 73:23 80:15 factors 65:8 80:10 81:20 failed 65:6 fair 4:24 26:19 29:25 36:18 71:24 fairly 21:21 31:22 fall 10:3 22:4 23:11,11 45:2 46:14 56:5 58:24 familiar 83:4 fan 41:12,14 42:2,3,6,9 42:23 far 23:3,3,23 favor 79:20 fax 12:4 feasibility 17:8 35:22 37:15 38:8 51:20 54:4,22 feasible 75:9 features 24:17 66:21 75:20 February 82:23 feedback 53:23 feel 4:6,17 41:16 few 61:4 field 28:24 31:21 76:21 fielded 59:5 files 7:18 filter 43:22 44:9,14 85:13,17,23,24 final 24:17 25:9,9</p>
---	---	---	--	--

Page 4

61:10 finalize 26:23 finalized 31:15 findings 59:2 fine 82:12 finished 24:9 fix 66:22 firm 3:11 first 3:3 8:19,21 11:22 12:10,12 17:14,22 27:8 34:4 46:19 47:2 47:10,25 48:10 49:22 56:4,12 59:10,19 60:14 61:25 62:10 63:17 83:7 87:9 fiscal 64:14 71:6,7,11 fit 23:24 fits 44:11 five 7:12 fix 6:5 Flaherty 1:14 87:5,22 flashlights 10:3 foil 15:21 16:3,10,15,17 20:6 28:12,13,20 29:10 30:12,12 31:14 32:15 46:12 50:8,12 50:14,18 51:2 54:24 55:15,17 57:22 58:7 59:21 66:19,22 67:6 67:9,11 69:3,8 78:3,5 78:12,13,16 79:10,16 79:18,20,22 80:12,14 80:22 81:5 foils 41:13 following 8:10 26:17 60:9 follows 3:4 force 83:4 forecast 55:5 forecasts 24:25 foregoing 87:12,15 88:9 forgotten 22:21 form 13:8 15:24 19:10 43:25 47:6 48:18 50:21 54:15 62:17,21 73:9,16 79:2 80:2 forty-five 12:19 foundation 13:25 62:23 63:5 82:7 four 8:13 61:7,8 from 3:11 7:18 8:3 10:23 20:11,16 22:25 24:14,16 26:9 32:4 32:11 33:5,14 40:9 41:19,20 48:25 55:9 66:19 67:21 72:12,14	77:9 79:22 81:10,17 81:20 83:15 84:9 front 5:8 49:16 full 10:22 further 23:2 24:3 36:9 37:2 38:13 51:11 86:2 87:12 <hr/> G gain 65:11 80:14 gains 79:10 81:24 general 9:18,20 26:15 75:23 generalization 75:19 give 5:13 given 34:9 gives 35:21 37:16 38:8 gleaned 32:4 global 34:16 35:15 51:21 globally 52:4,5 GmbH 1:3 go 5:6 11:14 12:10 19:25 24:9,14,15 31:7 33:18 37:10 56:9,14,17 57:16 64:18 69:13 70:16 72:3,19 77:2 85:4,10 goal 61:15,16 75:23,23 75:25 goes 60:9 going 4:11 21:6 25:12 31:7 33:16 38:2 45:23,23 54:14 55:6 57:12 59:6 61:22 63:15 76:5,6 84:4,5 84:20,20 85:4 gone 3:19 gonna 13:3,24 71:18 good 4:24 53:15 graduate 8:15 Gray 2:3 3:12 great 5:18 grew 68:9 group 24:2 32:7 34:16 34:17 35:16 40:25 56:7 grow 60:16 67:25 growing 61:2,3 80:18 grown 68:6,11 growth 62:12 65:9 78:4 78:10 80:16 guess 21:14 26:8 51:22 62:22,22 72:2 guys 4:3 <hr/> H	H 2:11 81:4 half 85:18 hand 32:21 33:16 59:6 61:22 63:15 handing 47:19 55:23 63:14 76:8 77:14 happened 22:22 74:18 hard 5:21 26:8 have/have 88:11 having 3:3 26:8 head 5:15 6:7 heading 19:5 35:22 headquarters 76:23 hearing 1:10 8:22,23 heater 44:19 heavy-duty 9:8 help 65:11 helped 65:11 her 4:2 5:21 11:19,20 11:22,23,24 12:4,8 12:12,16,22,25 13:17 14:15,25 hereto 2:14 Heroka 25:19,20 Herota 25:17,18 high 22:12 75:13,17 higher 38:2 58:20,22 60:25 highest 23:4 highly 58:13 high-end 59:21 62:13 84:9 him 19:6 62:22 63:5 68:18 79:12 history 8:9 Hold 71:12 72:10 holiday 73:22,25 hoping 38:5 hour 12:19 hours 7:12 Houseworld 78:7 housing 43:23 44:4,6 44:10 hypothetical 55:8,12 55:17 <hr/> I idea 31:18 60:8 ideas 49:23 50:8,10 identification 6:15 15:9 27:3 Illinois 2:6 8:12 illustration 18:13 40:6 53:24 impact 67:19 71:4 80:16 implemented 42:2	44:22,23 important 60:18 improperly 31:9 improved 61:11 improvement 38:4 41:7 41:15,20 44:25 improvements 41:8,9 41:11,17 inaccurate 85:22 include 4:14 21:22,22 21:23 50:4 includes 40:10 77:9 including 24:19 Incorporated 3:21 increase 37:22 incremental 20:21,24 incrementally 67:25 68:11 Indiana 8:5 indicated 33:5 indicates 32:25 indicating 32:18 individual 19:6 individually 15:23 industry 78:5 information 13:10 informed 72:12 infringed 48:7,24 infringing 48:17 initiative 19:5 41:15 44:25 injunction 71:5,10 innovation 34:16 35:15 innovative 66:20 75:20 input 16:25 instance 21:21 30:22 instead 44:18 instruct 13:4 45:10 71:23 72:13 instruction 72:11 instructions 2:13 15:11 integrate 41:18 integration 10:5 intended 54:20 64:13 64:15 77:8 intent 19:14,19,25 20:2 20:25 28:6 30:5 31:24 32:13,16,22 33:6,7,13,14 interest 33:15 internal 19:3 32:7 76:24,25 82:25 internet 30:22 interpret 65:2 interpreted 32:9 interrupt 51:16 introduction 65:9	investment 63:10 invisible 46:5 involved 17:6,7 46:9,15 48:5,13,25 65:13 74:24 81:24 involvement 17:4,17 48:9 involves 75:20 in-market 60:15 irrelevant 46:6 issue 39:20,21 72:17 issues 39:4,8,23 72:4 item 25:10 30:7 items 57:22 <hr/> J jail 6:3 Jim 4:2 11:6 19:6 job 8:20 9:14,21,23 53:15 joined 59:14 judge 5:8 July 84:4,4,5,14,21 jumping 68:23 June 1:11 24:13 78:9 79:4 June/July 52:21 jury 5:8 just 3:14 4:3,20,22 5:6 5:21 6:2 7:19 13:10 13:13 16:16 18:16,16 22:20 23:2 25:11 26:13,17 27:18,24 28:15 32:11 46:21 48:5,22 49:10 54:9 54:25 57:14 58:4 61:4,9 62:6,25 65:14 65:17 69:5,10,13 71:13,13,13,18 72:11 72:17 85:4,11 <hr/> K Kari 1:14 87:5,22 keep 76:5,6 Kevin 2:6 5:25 7:10 13:16 85:3 key 79:19 81:5 KIRKLAND 2:6 know 4:18 5:18,22 6:3 6:5 11:17,19,20 14:7 16:16 17:16 19:4 21:6 25:7,11,16 26:16,17,22,24,24 33:7 37:25 42:21 45:25 48:10,11,14,22 53:13,16 54:11 59:3 59:24 62:19 68:14
---	---	---	---	--

73:7,10 75:17 82:9 82:11 85:2,10 knowledge 82:9 88:11 knows 63:2 Kristin 82:18,20	68:21,24 70:13 71:15 71:24 72:18,23 73:12 73:18 76:3,7 78:2 79:5,14 80:5 82:8 85:2,7,12 86:3 lifting 66:22 lighting 9:25 10:2,3 likability 19:15 28:7 like 4:6,17 5:15 29:21 32:19 43:14,18 58:15 58:19,22 66:21 71:22 73:10 likely 25:6 44:24 likes 58:11,18,20 limited 31:10 line 18:8 35:9,13,20 37:15 38:7,16,21 39:10 40:16 46:21 49:22 54:6 59:25 62:14 63:10 66:4,7 66:14,20 80:18 83:19 83:25 84:16 lines 16:2 33:15 84:7 liquid 20:12,16 21:2 25:14 28:22 29:14,19 29:23 30:8,10 32:2 37:23 38:2 40:19 41:5 45:8 48:7,16 list 60:9 listed 54:24 55:11 78:18 listen 14:4 litigation 7:21 little 60:14 68:17 73:4 80:3 live 82:14 located 8:12 85:18,23 location 44:13,14,16 85:13 locked 24:18,22 52:21 long 7:11 8:24 9:5,10 9:14,21 12:18 71:24 longer 37:6 look 33:19 47:20 54:9 57:5,6 63:17 69:5 85:5 looked 7:3 32:15 41:10 48:6,10 49:2 60:22 62:6 68:25 69:10 looking 13:10 27:21 32:11 33:25 60:20 looks 58:19 lost 79:19 80:22 81:5,5 lot 11:5 68:23 lotion 65:13 loyalty 22:12,13	M M 1:14 11:17,17 78:14 87:5,22 made 18:2 21:5 25:9 31:19 36:4 39:12 42:3 45:24 Madison 1:12 34:23 major 24:8 make 4:16,17 21:6 25:12 28:11 31:7 38:10 41:17 43:10 45:6 makes 25:14 managed 8:12 management 1:19 60:19 64:16,16 87:7 manager 8:22 9:3,8,12 9:15,19 manufacturing 24:24 25:2 many 11:8 12:15 38:9 March 87:25 March/April 10:11 mark 6:12 38:8 marked 2:12,16 6:14 6:16,24 15:8,10 27:2 27:4 32:20 33:17 47:18 49:5 55:23 63:14,16 64:19 market 11:4 16:15 20:5 20:24 21:3,18,25 22:6 24:10,15 27:13 28:14,16 29:11 31:6 32:7 41:4 43:6,11,12 46:8 56:7 57:25 60:21 65:4 78:8 79:23 marketing 8:8 10:22 11:12 16:24 20:9 32:8 40:24 59:7,13 62:24 64:4,14 67:17 77:8 81:21 82:9 marketplace 14:18 17:8 21:12,16 40:20 42:8,11,16 43:4,5 67:10 68:5 84:23 85:15 Martin 1:10 2:9 3:2,8 6:14,16,24,25 7:20 15:8,10 27:2,4 32:20 33:2 88:15 MASSACHUSETTS 1:2 materials 11:3 24:20 83:3 85:5 matrix 19:19	may 20:22 68:2 83:7,14 maybe 43:9 MBA 8:8,16 mean 5:16 32:25 33:4 35:24 37:20 38:19 45:2 51:7,15 52:2,9 62:22 72:16 meant 26:14 measure 19:14 57:20 measurement 19:15 measures 28:5 mechanical 23:15 24:19 25:23 26:6,18 26:23 46:5 media 77:9 meet 11:22 meeting 34:8 76:18,19 76:20,24,25 82:25 83:2,3 men 16:11 mentioned 53:17 55:22 69:16 77:11 78:6 men's 10:7,20,20 14:18 16:3,8 27:5 30:23 33:25 46:20 49:21 55:7,17 59:12 64:4 67:12 69:2,8,22 76:18 merged 17:19 met 11:23 Michael 34:18,22 Michelle 56:8 MicroScreen 29:8,17 56:10 57:2,6,25 middle 75:12 Middleton 3:10 mid-tier 84:11 might 4:22 24:5,7 71:5 million 70:23,25 71:2 Milwaukee 1:20 87:3,8 87:18 minds 60:23 mine 32:17 mini 66:22 minutes 12:19 mischaracterization 57:13 mix 10:23 81:21 Mm-hmm 8:18 29:7 60:6,11 61:14 65:23 66:15 69:12 80:8 model 28:20 modifications 41:6 42:22 43:3 45:6,7 46:2 84:10 modified 42:9 modifying 41:3 43:22	Monkoski 56:8 month 28:19 58:4 66:5 months 8:25 9:6,11,17 9:22 12:14,16 78:20 79:6,7 more 4:7 5:16 23:12,14 26:15,15 39:7 50:18 50:18 51:5,8,8 62:25 64:13,15 73:4,7 80:4 80:12 85:3 most 25:6 44:24 MSC-140 83:7,9,17 MS-2 28:21 66:4 83:15 83:19 MS-3 83:25 MS-5000 66:14 MS-5100 83:25 MS-5200 83:25 much 5:17 36:15 39:6 40:5 64:13 68:8,13 multiple 5:22 26:16 must 59:20 myself 87:10
			N N 2:3,8,8 name 3:7,11,19 national 43:7 76:18,19 76:22 82:25 nature 55:18 necessarily 32:6 64:22 74:11 necessary 4:9 24:16 need 4:6 5:13 24:6,18 26:22 needed 36:6,9 73:23 needs 26:2 33:7 neither 50:19 74:20 never 11:23 74:18 new 2:4,4 31:7,13 34:16 38:10 43:10 55:8,20 57:20 59:21 65:21 67:18 69:17,24 75:13,17,20,22 77:9 83:7 84:14 next 18:7,9,20,22 22:23 26:22 35:12,20 37:15 38:7,16,21 39:3 43:7 43:11 44:24 45:2 52:19,21 55:13 60:5 60:14 69:20 72:3 80:19 nine 9:6 nod 5:15 nodd 6:7 noise 39:8,19,20 non 74:8	

Page 6

<p>none 74:20 Nope 77:13 Norelco 21:22,25 22:14 65:4,6 67:6,9 81:10 81:15,18 82:4 North 51:22,23 52:3,3 52:6,7 53:6 65:15 Notary 87:10,24 88:18 noted 88:12 notes 87:17 nothing 10:15 82:3 86:2 notice 2:12 6:24 33:8 November 76:13,23 NPD 78:7,24,24 number 15:12 27:22 28:20 30:15 32:18,21 33:12 35:21,24 37:16 65:8 69:18 70:17 71:2 79:18 80:10 81:20,23 numbers 32:12,13 33:5</p> <hr/> <p>O</p> <p>O 2:8,8 53:3 object 13:3,8,24 15:24 19:10 47:6 48:18 50:21 54:15 57:12 62:17,21 71:19 73:9 73:16 79:2 80:2 objection 13:6 26:4 31:9 32:23 37:9 43:25 45:10 70:11 72:11 82:6 objective 19:13 57:18 57:19,20 occasions 13:2 occur 73:24 occurred 48:12 off 6:13,20 11:14,16 25:21,22 33:18,23 56:14,16 72:19,21 85:4,8 offering 66:24 Offices 1:18 officially 3:21 Oh 58:6 79:6 okay 4:13 5:12,19,24 6:6 9:23,24 12:6 13:12 16:5 19:12 20:4 21:19 33:11,16 34:21 35:6,8 38:16 38:21 39:19 44:8 47:22 49:18 52:25 54:3,13 55:2,4,13,25 56:13 64:20,20 65:20 67:4 69:6 70:5,19</p>	<p>72:19,22 76:2,4 77:5 80:21 85:7 once 4:4 10:4 18:7 24:22 43:8 57:6 one 5:20 11:10,14 25:7 27:18 28:13 29:8,14 30:4,9,11 36:13,16 40:9 43:2 47:24 49:13 51:5 54:9 57:5 57:5 60:14 61:7,8,9 61:10 68:25 69:17 70:2 71:22 74:14 77:4 79:7 ones 33:6 only 1:1 2:1 3:1 4:1 5:1 6:1 7:1 8:1 9:1 10:1 11:1,20 12:1,8 13:1 14:1 15:1 16:1,15 17:1 18:1 19:1 20:1 21:1 22:1 23:1 24:1 25:1 26:1 27:1,18 28:1 29:1 30:1,3 31:1 32:1 33:1,4 34:1 35:1 36:1 37:1 38:1 39:1 39:20,25 40:1,14 41:1 42:1 43:1 44:1 45:1 46:1 47:1 48:1 49:1 50:1,12 51:1 52:1,3 53:1,5 54:1 55:1 56:1 57:1 58:1 59:1 60:1 61:1 62:1 63:1 64:1 65:1 66:1 67:1 68:1 69:1 70:1 71:1 72:1 73:1 74:1 75:1 76:1 77:1 78:1 78:12 79:1 80:1 81:1 82:1 83:1 84:1 85:1 86:1 87:1 88:1 onto 31:6 46:10 open 11:10 72:4 operating 15:11 operations 8:13 opinion 48:15 opinions 53:12 opportunity 52:22 opposed 68:17 optimization 18:22 23:2 24:20 38:13 optimize 52:17 options 74:6 order 26:23 60:24 other 7:23 15:5 16:21 16:22 19:22 36:15 40:20,23 44:14 53:6 57:23 80:23,25 81:14 81:14 86:3 others 36:10 81:10,10</p>	<p>81:13,14,18 out 28:11 34:9 36:19 38:6 40:19 82:4 outside 25:5 44:6 over 3:23 10:6 18:7 38:4 46:25 55:9 68:6 68:9 overall 78:3,4 oversight 82:19 overview 77:6,8 own 7:18 20:16 21:23</p> <hr/> <p>P</p> <p>P 2:3,3 10:25 packaging 81:23 page 2:9,12,16 27:21 27:24,25 28:5 29:5 35:3,5 49:19 50:6 51:19 52:24 54:2,7,9 54:13,19,20,24 55:2 55:13,13,14,19 56:9 56:25 57:2 58:11,16 59:19 60:5 62:10 64:19 65:21 67:2 69:5,7,8,10,20,21 72:3 75:12 77:6 80:19 82:4 pages 32:4 56:12 61:4 88:9 paired 28:9,10 Panasonic 81:2,4,16 paper 29:21,22 parameters 4:23 parity 20:4,7 31:25 32:10 part 44:11 47:3 85:24 particular 38:14 parts 10:9 party 25:5 patent 47:23,25 48:2,3 48:8,11,24 49:3,6,7,9 49:12,13 71:10 72:5 73:3,14,15 patents 45:9 47:24 48:17 70:21 pending 81:22 people 5:22 11:8,12 22:9 30:9 43:13 per 30:20 percent 38:17 58:15,18 68:10 percentage 78:10 performance 39:8,13 41:7,11,20 61:11 perhaps 62:25 period 4:22 8:14 78:4,9 78:17 79:3,9,17,25</p>	<p>80:6,16 81:18 permanently 45:17 person 30:21 perspective 41:21 pertaining 7:17 phase 17:25 46:12 phasing 79:19 80:12 phasings 81:5 Phillips 15:3 phone 12:8 picked 81:6 pictured 28:4 piece 41:22,24 42:19 45:14,15 Pierce 34:17,20 pipeline 55:8 69:9,10 69:23 place 1:12 26:23 44:24 Plaintiff 1:4 2:4 plan 59:7,13 64:4,14 74:23 77:6,7,8 planning 11:4 72:15 planogram 43:9 planograms 43:8,16 52:20 plans 22:3,4 44:23 64:17 73:24 74:5,20 plastic 45:21,23 play 65:8 81:20 please 3:7 4:18 26:20 29:6 35:4 65:19 67:3 68:15,22 77:2,24 80:20 81:7,25 83:5 pneumatic 30:3,20 57:8,14 point 20:15 40:5 60:14 60:18 61:10 62:11 67:6 70:20 72:4 points 41:18 60:25 66:25 84:11 pop 66:21 portion 13:14,23 71:17 72:25 position 8:24 9:2,7 11:10 positioning 64:23 65:3 positions 11:9 possible 18:17 30:18 posted 79:10 80:6 posting 78:4 potential 37:22 38:4 55:20 73:21 74:14 potentially 55:21 PR 77:10 predated 17:16 Preliminary 38:3 preparation 7:13,24</p>	<p>12:22 35:3 62:3,8 63:25 64:9 76:16 77:22 prepare 7:8 prepared 29:21 82:22 presentation 64:17 presented 29:20 Presently 36:22,23 president 11:6 pressure 40:5 pretty 23:22 84:23 previous 26:10 55:14 previously 2:16 33:17 47:18 49:5 55:23 63:14,16 pre-read 82:24 price 28:7 35:12,13,15 35:17,18 60:25 66:25 84:11 pricing 10:24 14:17,19 primarily 81:16 prior 23:10 46:14 47:12,12 48:8 52:23 78:11 79:6 83:3 privilege 13:5 45:11 72:17 probably 7:12 9:11,17 9:22 19:21 25:4,16 52:16 65:10,12 problem 6:3 53:11,16 53:16 proceedings 1:9 87:13 process 46:7 51:11 produce 24:24,25 25:2 25:5 34:6,13 64:7 76:11 77:17,19 82:17 produced 7:21 27:10 56:6 59:14 63:20,22 68:19,21 76:13 80:11 82:18 product 10:23 17:5,8 17:23 18:8,14,15,17 18:21 19:2 20:3,10 22:7,11,20,23,25 23:20,24 24:3,9,17 24:25 25:3,5,12,23 29:20 35:20 38:25 43:2,11 46:21,23,25 57:21 62:16 65:6,13 66:20 69:8,22 71:5 71:10 74:8,9 77:9 80:18 products 9:25 10:7,8 10:21 11:7 15:19,22 20:16 21:17 22:15 23:18 34:16,17 35:15 43:17 48:7,14,24</p>
--	--	--	--	---

55:5,9 57:23 59:20 60:20 62:19 65:3,21 67:22 74:7 79:20 81:23 Professional 87:6,23 progresses 75:14 project 28:24 31:21 promoted 9:12,18,24 promotion 10:24 81:22 promotions 77:10 Proof 39:6 prototype 15:12 17:25 18:2,4,12 40:3,14,15 50:15 prototypes 23:18 provide 13:17 24:24 provided 7:18 28:3 32:8 83:2 provides 23:4 53:19 PSI 40:5 public 10:24 87:10,24 88:18 publically 22:4 pump 40:10,11 purchase 19:14,19,21 19:22,25 20:2 28:6 30:5 31:24 32:13,16 32:22 33:6,6,12,14 33:15 pursuing 51:16 put 4:23 21:18 71:2	20:9,25 25:2 40:20 47:12,14 59:15 76:25 read 13:14,22,23 55:16 71:15,17 72:23,25 88:9 ready 24:9,12,13,15 35:7 42:8,11,16 43:4 43:5,6 45:4 51:8 52:12,19 56:19 75:4 really 5:14,16 22:24 26:14,21,22,22 28:10 43:8,11 46:4,23 52:21,22 54:13 63:2 81:15 82:11 reason 4:16,17 6:8 12:25 57:9 79:24 reasons 60:9,10 recall 12:13 14:14 15:2 15:4 30:17 38:20,23 49:8 53:14 77:23 received 8:5,7 receiving 8:16 recent 78:3 recently 46:21 rechargeability 58:23 rechargeable 9:3 recollection 54:20 58:12 83:20 record 3:7,22 5:17 6:13 11:14,16 25:21,22 33:8,18,23,24 56:14 56:16 72:20,21 85:5 85:8 reduced 80:11 87:13 refer 3:24 4:11 37:23 49:25 81:14 REFERENCED 2:16 referred 16:18 23:14 52:10 81:16 referring 4:21 53:8 69:4 76:19,20 refers 37:21 38:12 50:2 53:18,23 54:11 56:25 57:3 73:23 83:10 reflect 4:5 32:20,21 33:6 80:17 reflected 33:3 35:25 58:14 79:21,23 reflects 28:2 refresh 83:20 regard 45:20 regardless 22:5,15 Regent 1:12 Registered 87:5,23 related 19:16 32:13 39:25 60:2 73:21 74:6 75:21,21	relates 32:21 33:12 relating 19:18 relations 10:25 relative 19:22 28:3 39:20 41:7 53:24 release 36:14 remain 40:4 remains 45:22 remember 7:16 13:13 71:16 Remington 3:15 4:14 4:15 10:6,7,13,16 11:7 14:21,22 17:18 19:3 27:4 39:6 46:11 46:19 47:4,13,14 48:6,14,20 59:14 65:9 78:14,16 79:16 80:11 81:15,17 85:13 Remington/Braun 81:9 Remington/Rayovac 4:5 removability 45:21 removable 43:23 45:15 45:17 removal 42:2,6 remove 42:3,23 removed 42:10 removing 41:14 repeat 13:12 71:13,14 replace 74:7,8 replaces 83:25 report 11:5,8,9 19:6 36:4 58:24 78:21,23 reported 87:13 reporter 1:14 5:14 6:21 87:6,23 reporting 1:18 32:7 78:7 reports 11:11 82:20 represent 3:12 7:19 38:4 representatives 76:22 represented 23:23 37:22 represents 70:25 78:7 requested 13:14,23 48:20 71:17 72:25 required 38:10,13,22 38:24 39:7 requires 40:3 research 17:7 27:13 32:7 56:7,23 reserve 66:22 resets 43:7 resources 19:3 respect 28:5 49:12 54:21	respondents 30:19,21 responsibility 10:22,25 46:20,22 responsible 10:7 11:2 rest 53:4,12 restate 47:7 54:16 result 19:8,9,12,25 32:4 resulted 71:21 results 19:17 32:9 60:15,21 79:23 retail 35:12,13,18 52:20 76:20 retailers 43:7,8,13,16 review 7:13 14:8 34:25 35:5 56:11 62:3,7 63:24 64:9 76:15 77:21 reviewed 7:20 35:6 37:18 47:22 54:11 56:13 reviewing 56:15 revolutionary 49:22 right 4:19 8:17 9:16 11:11 14:20 15:15,19 17:12,20 18:18 20:20 21:4,12,13,15,16 22:2 23:15 24:8,9 25:12,12 27:19 28:15 28:17,24 29:12,15 30:13 31:16 35:23 36:7 38:18 44:7 45:16,19 47:5,16 49:10,15 50:9,25 51:3,12,17 52:12,19 52:20 54:14 57:19 58:4,9 66:5 67:16 70:24 73:18 74:10,18 75:7 78:12,14 79:10 80:7 82:3 84:12 85:14 risk 68:2 71:3 73:21 risks 67:5 70:20 robust 64:13 Ropes 2:3 3:12 rotaries 65:9 rotary 15:11,22 16:8 22:11,14 30:23 31:13 40:14 46:13 50:10,16 50:19 51:2 54:4,21 55:7,18 59:21 68:3 69:22 79:20,22 80:13 84:16 roughly 8:25 9:6 12:19 28:19 RPR 1:14 rules 5:6	running 61:12 R-900 66:7 R-9000 66:9 84:14 R-9400 65:22 70:6 R-9500 46:13 R12413 60:5 R12417 61:4 R12430 62:10 R12539 56:10 R12843 83:5 R13245 27:21 R13246 29:6 R13436 77:24 R13618 77:2,3 R13796 70:4 R13813 70:16,18 R13814 72:3 R13866 75:10 R2544 35:4 S S 2:3,8,11 11:17 34:22 safe 40:4 safety 24:6 39:8,23 sales 8:11,12 11:3 20:11,16,22 67:21 70:25 71:6 76:18,19 76:20,21,21 78:3,5 78:10,18 82:25 83:2 83:3 same 5:22 9:13 21:3 26:13 51:13 55:14 68:25 72:11,11 79:9 88:10 Samuel 15:3 San 82:24 83:2 saw 27:8 47:25 saying 73:7 says 28:24 29:8 31:21 35:9,12,20 37:17 38:9,9,17,22 39:5 40:3,9,13 49:22 50:7 50:10 51:20 52:9 53:2,11,15,20 55:17 56:10 58:11 59:6,20 60:7,14 61:10 62:11 65:4,4,22 66:4,7,14 67:6 69:2 70:20,23 72:3,5 75:12 76:18 78:3 79:13,15 80:22 83:7,25 84:4,14 science 8:6 scope 49:21 62:23 score 38:16 scored 58:12,18 60:4 scores 19:18 28:2,5 30:7 57:22 58:14
--	--	---	--	--

Q

quality 40:4 41:11
quantitative 19:18 28:2
question 4:21 13:9,13
13:21 14:6,6 15:25
26:9,13,19 44:2
50:23 54:17 59:17
71:13,14 72:16,23
82:3
questions 5:10 6:5,9
26:11 63:5 85:3,11
85:12 86:3
quick 33:21
quotes 80:23 81:10,11

R

R 2:3 38:22,24 53:3,3
61:6 78:14
Randolph 2:6
rank 30:4
rating 54:23
Rayovac 1:6 3:13,16
3:23,25 4:12,15 8:15
8:19,20 10:12 14:20
15:5,16 17:14,18

60:3,20 63:11 score's 33:14 Sean 1:10 3:2,8 6:25 88:15 second 11:15 27:21 54:9 56:9 58:11,22 62:11 67:5 70:20 71:12 72:10 see 18:12,15 29:22,23 30:4 35:10 49:23 55:2 59:22,23 60:5 60:12,16 61:13 62:14 67:7 70:21 72:6 73:2 75:15 79:6 80:23 81:11 84:2 seems 26:10 70:6 seen 6:25 15:12 27:6 34:2 48:2 49:6 56:2 59:7 61:22 63:18 64:4 76:8 77:14 82:15 segment 61:2,3 65:10 67:24 68:3,5 78:6 segments 67:25 80:17 selected 25:9 self-charging 53:19 self-cleaning 53:19 58:9,12,17,20 selling 22:11,13 senior 9:12,15 64:16 sense 43:10 sent 4:2 54:21 separate 30:9 47:5 September 27:9 34:5 34:11 36:5 38:23 59:2 63:23 69:9,23 75:8 77:19 series 28:21 84:14 85:11 set 21:21 22:17 35:18 43:8,10 52:20 57:5 69:19 sets 30:9,16 settle 39:7 seven 61:7,8 shake 5:15 Shamota 4:2 share 62:12 65:5,11 80:14,22 81:9,17,24 shave 53:21 shaver 2:13 15:11,19 15:22 16:13,15 22:9 27:5,22 28:10,10,12 28:15,20,21 29:8,8 29:10,18 31:7 35:10 36:15 37:16 38:7,16 39:3 40:15 41:19	47:15 51:2,3 54:6,7 59:21 63:13 65:14 66:19,23 67:9,11 74:12,15 83:10 shavers 16:3,3 28:13 31:6,12 46:18 49:21 50:7 51:6 60:3 75:21 79:11,16,18 80:12 84:9 shaving 10:8,8,15,20 10:21 14:18,23,24 16:17 34:2 46:21,22 47:4 48:7,7,14 55:21 59:12 64:4 67:12 76:18 sheet 88:12 shelf 43:17 shift 79:22 shifted 80:12 ship 84:4,5,20 shipped 84:14 ships 84:4 shorter 61:12 shorthand 87:16 shortly 42:11,17 43:6 show 32:13,17 43:17 showing 68:18 shown 53:24 sic 30:3 significant 20:8 39:11 significantly 58:22 similar 33:12 55:18 69:10 simpler 36:16 since 8:16,17 23:12,15 48:22 68:11 sit 38:5 85:24 six 8:25 9:11 15:12 50:6 75:11,11,12,12 77:4 78:20 79:6 slash 53:3 solve 53:11 solving 53:15 some 4:23 5:6 20:22 22:8 36:5,9 41:6 60:9 68:2 73:5 79:20 80:14 84:10 85:5 somebody 82:20 something 4:7 31:11 43:18 45:24 63:2 73:11 74:17 sometime 12:13 29:11 52:19 58:24 soon 84:23 sorry 6:22 10:2 12:10 13:20 14:5 21:10 28:9 34:19 41:13	51:15 66:10 68:20 70:17,18 75:6 81:3 sort 5:13 75:23 79:21 Sounds 4:24 space 80:12 spare 10:9 speak 5:20 7:23 12:22 12:25 13:15 15:5 38:14 39:15 speaks 38:12,21 specific 26:15 53:12 73:4,11 75:21 specifically 19:4 33:3 55:22 56:7 69:16 80:4 specification 24:23 specifications 24:18 26:18 Spectrum 3:16,19,21 4:15 spill-proof 61:12 spoke 7:10 12:12 19:8 27:16 spoken 11:24 12:8,15 15:3 39:10 spring 10:11,12,17 17:19,22 23:9 48:22 59:11 61:18 62:2 stage 51:14 Stamm 11:17 13:15 stand 23:20 stands 23:22 45:19 Stanley 2:3 3:11 started 8:21 10:5 17:22 46:19 48:22 59:11 starting 8:3 state 3:7 87:2,10,24 88:19 statement 11:2 29:2 STATES 1:1 statically 20:8 statistical 32:10 status 45:20 step 17:23 18:7,9,20,22 steps 24:15 26:22 still 3:23 22:7 24:2 36:5 38:24 stood 69:9,23 strategic 11:4 strategy 75:13,19,25 Street 1:12 strength 81:21 strictly 10:12 Strike 8:20 45:7 56:11 strong 60:2 63:11 65:5 78:4 79:10 80:6 studied 8:5	studies 8:15 62:25 study 78:24 81:19 success 62:13 63:9 65:10 successful 40:13 62:16 62:20 65:15,16 suffered 65:17 suggestion 40:9 suggests 53:20 suit 47:24 48:3 49:9 summarizes 56:22 summary 64:16 summer 43:7 supervision 87:15 support 65:5 sure 8:4,11 10:22 33:20 33:22 47:21 50:22 54:10 59:18 72:18,18 82:11 survey 30:22 sworn 3:3 87:9 Synco 20:6 54:6,24 57:3,7,10,17,23 58:16,19,21 60:15 62:14,19 63:10,12 Synovate 27:11,12,13 56:23 system 14:17,19,20,23 15:15 16:7,17,18,19 16:22 17:2,11,12,15 20:6,15,21 21:2,3,12 21:18,25 22:5,6,8,13 22:14,16 23:3 24:21 25:8,15 26:12 27:19 27:23 28:4,8,22 29:10,14,18,19,24,24 30:7,8,10,11,12,24 30:24 31:2,5,8,25 32:2 35:10 37:17,21 37:23,24,25 38:2,3,6 38:7,12,15,17 39:4 39:21,22 40:2,7,15 40:18,19 41:4,5,7,15 41:17 42:6,9,23 43:3 43:24,24 44:6,20 45:4,8 46:3,8,10,13 46:13,16,18 47:3,8 47:11,15 48:17 50:4 50:13,15,16,17,18,19 51:2 52:15,16,18 53:19 54:6,24 55:10 55:19 57:23 58:7,9 59:22 60:4,7,15 63:12 65:22 66:12,18 66:20,24 67:14,15,18 67:22,24,24 68:4,5 69:14,24 70:14 72:5	73:14 74:10,13,15,24 74:25 75:3 80:15 82:5 83:17,23 84:10 84:12,18 85:18 systems 14:18,24 16:21 20:5,11,12,23 21:2 21:23 40:21,23 51:14 51:17 60:22 67:19 84:7 <hr/> T T 2:8,8,11 11:17 take 5:14,22,25 6:2 9:2 9:7 20:10,15 24:14 26:22 33:20 35:4 38:5 47:19,20 52:16 54:9 67:21,23 68:2 76:3 85:7 taking 5:9 66:23 81:9 81:17 84:9 talk 14:15 45:14 talked 14:16,17 22:18 36:16 37:12 41:24 talking 26:7 43:13 53:22 75:6 talks 49:21 tank 66:23 target 61:15,16 targeting 52:13 team 40:9 technical 22:24 23:16 23:17 35:21,22,24 36:2 54:22 technological 54:4 technologies 36:8,11 technology 36:3,6,15 52:9,10 55:21 64:21 64:22 75:13,17,22 telephone 12:2 tell 8:2 35:7 73:7 telling 18:16 terms 23:20 30:4 test 2:13 18:11 27:5,23 29:2 30:3 57:8,14,18 57:19,20 58:13 tested 17:5 22:18 29:17 30:9,10,11,15,21 31:25 35:15 46:2 50:7 56:24 testified 3:4 85:17 testing 18:4,15 19:9,9 19:13,13 20:3 22:21 22:22 23:3,6,12,14 23:15,16,17,19 27:15 27:18 29:23 30:23 50:12,14 52:2,5 53:9 54:7 57:4,9 59:3,4
---	---	--	--	---

tests 18:10 27:14 30:8 53:25 text 18:13 Thanks 82:14 their 28:5 43:8 62:12 62:13 63:9,10,11 65:3,12,16 67:17 79:10 80:11,16 themselves 17:10 things 26:16 43:16 think 4:2,8 6:8 13:9 18:18 26:19 28:25 32:24 33:2 38:21 42:22 57:13 63:4 68:2 84:8 85:5,17 third 29:5 three 11:9 16:2 35:21 35:24 37:16 38:8 49:19 56:12 57:2 through 3:19 5:6 11:20 tick 51:21,22 time 1:13 4:22,23 5:20 5:23,25 6:2 8:14 12:10,12,18,20,21 17:24 20:25 21:3 25:24 26:9 27:8 34:4 35:4,14,18 36:4,9,12 36:19,20,21 38:23 39:14,24 40:21,24 46:10 47:19,25 48:13 50:3,11 52:11 56:4 59:10 60:19 61:12,16 61:17,25 63:8 65:18 73:17,19 74:16 75:2 75:8,14 78:17,18 79:9,17,18,25 80:7 80:16 81:6,18 85:7 times 12:15 37:19 title 8:20 9:11 27:22 today 6:10 27:16 36:24 39:17 42:8 43:5 46:8 61:20 68:18 tooling 24:24 top 19:20 20:7 32:16 33:15 41:16 44:11 58:11,15,18,19 80:22 81:9 85:18 total 32:15 38:16 transcript 1:9 87:15,16 transcription 87:14 transferred 10:4,6 true 58:17 87:16 88:10 truthfully 6:10 try 6:5 43:10 trying 45:9 57:16 turn 29:5 35:3 49:19 50:6 51:19 54:2 55:2	61:4 64:18,19 65:19 67:2 68:15,22 70:4 75:10 77:24 80:19 81:7,25 83:5 turning 58:16 64:3 69:20 twelve 61:6 78:20 79:7 twenty-four 9:17,22 twice 12:17 43:9 two 11:10 12:14,16 13:2 19:20 20:7 30:9 30:16 32:16 43:3 51:5 56:25 61:9 64:12 69:9 two-thirds 35:9 typewriting 87:14 typically 30:19 U U 53:3 Ueland 2:6,10 3:24 4:20 6:18,20,22 7:5 7:19,23 13:3,8,20,22 13:24 14:5 15:24 16:5 19:10 21:13,19 26:4,8 31:9 32:24 33:18,22 36:20,22 37:9 43:25 45:10 47:6 48:18 50:21 51:10 54:15 56:14,17 57:12 62:17,21 63:4 68:17,20,23 70:11 71:12,18 72:10,19,22 73:9,16 76:5 77:25 79:2,12 80:2 82:6 85:4,10 86:2 uh-huh 5:16 36:23 ultimately 20:23 67:25 unclear 4:21 undefined 45:22 under 35:22 39:3 49:21 50:7 51:20 53:2,11 53:20 59:20 61:9,9 67:5 70:20 71:2 78:19 87:14 undergraduate 8:14 understand 3:14 6:4 23:2 30:6 44:2 49:11 54:23 71:14 understanding 49:2 51:13 understood 50:23 uniqueness 19:14 28:6 30:5 UNITED 1:1 units 78:19 University 8:4,7	unless 4:16 54:25 until 10:16,16 52:12,16 52:21 upcoming 55:5 usage 17:9 use 27:13 30:5,19 43:17 used 41:12 user 32:15 uses 17:11 using 29:23 40:10,14 44:18 U.S 47:23 53:15,20 V V 34:22 Valparaiso 8:4,5 value 22:8 28:7 Vasizly 34:18,22 vendor 25:8,9,10 27:13 version 64:14 versions 18:24 versus 3:13,13 37:22 40:10 49:13 61:12 78:10 very 28:24 39:3 42:11 42:16 58:13 72:4 via 12:4 viable 38:11 vice 11:6 vintage 15:12 volume 65:16 68:3 70:25 78:16 W W 53:3 81:4 Wahl 81:2,4,16 Wal-Mart 43:13 78:8 want 5:6,25 16:16 22:9 25:11 33:20 48:5,22 62:22 71:13 72:16 76:3 wanted 3:15 4:3 wants 6:2 wasn't 46:9 53:5 way 3:10 13:9,11 23:24 26:13 41:12 65:2 85:21 well 5:21 10:8 14:23 20:6 24:17 26:14 41:20 45:18 52:6 57:24 60:21 62:24 63:7 69:5 71:18 73:5 79:25 went 74:20 were 5:7 6:20 7:16,17 7:20 8:19,24 9:21 10:12 18:23,24 19:17	22:11,13 26:7 30:9 30:15 32:10 34:8 36:8,8,11,11 46:11 46:15 47:3 48:5 49:14 50:2 52:13,14 54:6 57:11,16,23,24 60:22 61:2 65:15 73:17,24 74:5,7 79:16 80:10,18 81:17 87:13 weren't 49:12 65:16 we're 4:7 6:3 26:15 28:15 37:2 38:5 42:25 43:13 51:13 66:23 75:6 76:4 84:8 we've 4:4 19:23 41:14 83:19 WGY 1:5 while 56:15 69:10 whole 54:13 wholly 72:14 WI 1:12 Winding 3:10 winning 60:8 Wisconsin 1:20,20 3:10 8:7 87:2,8,8,11,18,24 wise 37:15 Withdraw 21:11 witness 2:9 3:2 6:7 7:3 7:6 13:4 14:8 19:12 21:20 26:11 33:19 37:11 44:3 47:7 48:19 50:22 54:16 71:19 73:10,17 79:3 80:3 87:9 88:2 women's 10:8,21 15:22 16:13,15 31:2 46:16 46:18,22 67:11 won 36:18 wondering 4:3 work 11:5 24:23 worked 8:11,15,22 working 9:3 24:2 47:12 59:11 world 53:4,6,13 worse 74:7 wouldn't 46:4 52:12 written 59:25 61:15 73:19 75:8 wrote 73:5 X X 2:11 Y Y 34:22 yeah 6:21 21:15 44:3	47:7 48:19 51:12 54:16 56:20 78:2,24 83:6 year 10:10 23:11 29:11 43:7,9 44:24 45:2 52:19,21 58:8 68:9 71:6,7,7,11 76:13 77:19 78:11,22 79:7 83:7 years 8:13 68:6 yep 49:20 78:19 yesterday 7:4,10 34:25 62:7 63:25 64:9 76:15 77:21 York 2:4,4 Yuri 19:5 26:25 39:16 39:18 Z Z 34:22 \$ \$70 35:12 \$8 70:23,25 71:2 0 03 1:5 04 23:11 34:11 48:23 58:25 75:6,8 05 65:22,24 66:4,7,11 66:14,16 70:7 75:4,5 06 45:2 69:25 07 52:12 1 1 2:12 6:14,17,24 1st 83:7 10 2:17 47:18 100 30:19 10020 2:4 11 2:18 49:5 51:19 64:19 11:15 86:4 1109 3:10 12412 59:20 12428 1:5 1251 2:4 12540 58:17 13245 33:10 13436 78:2 13437 80:19 13442 81:7 13462 81:25 82:2 13790 68:22 69:20 15 2:13 150 40:5 18 87:25
--	---	---	---	--

Page 10

18-cell 2:13 27:5	400 1:20 87:7			
1993 8:6	41 2:19 61:22 67:2			
1998 8:8,17,21	414 1:21,21			
	42 2:18 55:24 56:21			
<u>2</u>	43 2:17 33:17,25 49:16			
2 2:13 15:8,10	45 55:2			
2.5 37:18	46 55:13			
20 88:24	47 2:17			
200 2:6 30:19	48 58:15			
2001 68:11	49 2:18			
2003 10:3 59:7,13				
2004 10:11,12,17 17:19	<u>5</u>			
17:22 27:9 29:13	5,649,566 49:6			
34:5 36:5 38:24 55:9	5,711,328 47:23			
56:5 59:2,5,11 61:18	53202 1:20			
62:2 63:23 69:9,23	539 58:11			
74:3 76:13 77:19	55 2:18			
78:9,21,22,25 79:4	5500 29:8 30:11 56:10			
2005 1:11 23:9 64:15	57:2,6,9,17,25			
65:21 71:8 82:23	56 2:22 82:15			
83:14 87:19 88:21	59 2:19			
2006 24:13 34:2 45:3				
49:21 50:7 69:17	<u>6</u>			
71:11	6 2:12			
2007 52:9,13,17 55:9	60601 2:6			
2008 87:25	61 2:19			
22 38:17	63 2:20			
25 2:20 63:15,17,17	64 2:20 58:18			
64:13 68:15,15				
2520 49:19	<u>7</u>			
2523 50:6	740 1:12			
2528 51:19	76 2:21			
2547 52:24	77 2:21			
2554 54:2				
2561 55:3	<u>8</u>			
2562 55:13	8-23-04 28:25 31:21			
27 2:13	8.0 70:23,23			
271-0566 1:21	82 2:22			
273-7308 1:21	85 2:10			
28 1:11 2:21 35:3 77:14				
2826 64:19	<u>9</u>			
2838 65:19	9 1:13			
2856 67:2	9-2-2004 69:3			
29th 34:5,11 36:5	90s 65:11			
	9000 66:10			
<u>3</u>				
3 2:9,13 27:2,4				
30 68:9				
31 52:24				
33 2:17				
35 2:20 63:16 64:3,15				
64:18				
36 77:25				
38 2:21 54:2 76:8				
39 2:19 59:6 62:7				
<u>4</u>				